# Business Alignment Public Company Limited Minutes of the 2024 Annual General Meeting

The Annual General Meeting (AGM) of Business Alignment Public Company Limited ("the Company") was held at 14.00 hrs. on Tuesday, April 9, 2024, at the Conference Hall 1, Glowfish, Sathorn Thani Building 2, 2<sup>nd</sup> Floor, Silom, Bang Rak, Bangkok.

Mr. Woodtipong Moleechad, Chairman of the Board ("the Chairman"), presided as the Chairman of the 2024 Annual General Meeting ("the Meeting").

There were 41 shareholders, representing a total of 412,294,250 shares, along with 46 proxy holders, representing 24,027,669 shares. In total, 87 shareholders and proxy holders presented at the Meeting, holding a total of 436,321,919 shares, equivalent to 72.6313% of the total paid-up capital of 600,734,989 shares. It constituted a quorum according to the Company's Articles of Association.

The directors, the executive(s), the auditor, and the legal advisor of the Company were as follows:

## **Directors**

1. Mr. Woodtipong Moleechad	Chairman of the Board and Independent Director
2. Ms. Srirat Chuchottaworn	Independent Director, Audit Committee Chairman and Nomination
	and Remuneration Committee Member
3. Mr. Vipoota Trakulhoon	Independent Director, Audit Committee Member and Nomination and
	Remuneration Committee Chairman
4. Mr. Thanawat Lertwattanarak	Independent Director, Audit Committee Member and Nomination and
	Remuneration Committee Member
5. Mr. Sompong Chunekitiyanone	Director, Nomination and Remuneration Committee Member and
	Chief Executive Officer
6. Mr. Voravid Silapusid	Director, Nomination and Remuneration Committee Member and
	Chief Financial Officer
7. Mr. Noppadol Suntanaphanich	Director and Chief Quality Officer

## Executive(s)

Ms. Sukanlaya Khamnuan Deputy Chief Financial Officer and the Person Supervising Accounting

## **Auditor**

Mr. Piya Chaipruckmalakarn from EY Office Limited, the Company's auditor

## **Legal Advisor**

Mr. Decha Kannuang will act as Legal Counselor and inspector for registration and vote counting procedures for the Meeting,

The Company had 7 directors, 7 of whom were able to attend the meeting, representing 100 percent of the total number of attending directors.

The Company had provided opportunities for the shareholders to propose agenda items and to nominate candidates to be elected as directors in advance during the period of November 20, 2023 - December 31, 2023. After the lapse of such period, none of the shareholders expressed an intention to do so.

Ms. Phatthranit Amornratchai, Company Secretary, advised all shareholders of the voting procedure for the Meeting as follows:

- 1. A barcode system has been utilized for registration, vote counting and result presentation at the shareholders' meeting for its convenience, speed, and accuracy.
- With regard to voting at the shareholders' meeting, section 102 and section 33 of Public Company Act B.E. 2535 (including any amendments) stipulate that shareholders shall have votes equal to the number of shares held by each of them or one share is entitled to one vote.
- 3. Shareholders and proxy holders who have been authorized to vote during the Meeting, are to use the ballot for the relevant agenda item handed out at the time of registration to vote on the agenda item. Shareholders and proxy holders are requested to complete the ballot by ticking one of the voting boxes (i.e., "approve", "disapprove", or "abstain") and for custodian only to state the number of votes under each of the selected choices. Shareholders and proxy holders are to then sign on the lower part of the ballot and return the same to the Company's officer.
- 4. Proxy holders with the votes cast by their shareholders as specified in the proxy forms submitted to the Company prior to the commencement of the Meeting do not have to vote during the Meeting. Such votes have already been collected and counted by the Company as indicated in the proxy forms received during registration.
- 5. In addition, all shareholders and proxy holders (except in the case of foreign investors appointing a custodian in Thailand to keep and safeguard their shares) cannot split the number of votes. All votes must be cast as "approve", "disapprove", or "abstain" in each agenda item.
- 6. The custodians appointed by foreign investors may cast all the votes or split the number of votes as "approve", "disapprove", or "abstain" in each agenda item.
- 7. For each agenda item, in the case that there is no shareholder or proxy holder who has submitted a vote of disapproval or abstention, the vote shall be considered to approve the proposal in accordance with the combined number of votes. If any shareholder or proxy holder has a vote of disapproval or abstention, he/she shall mark his/her ballot and raise his/her hand and the Company's officer will collect the relevant ballot.

8. For vote counting, the Company will deduct the sum of ballots having a vote of either disapproval or abstention from the total number of votes of shareholders attending the Meeting in each agenda item. The remaining votes shall be considered as votes of approval. Shareholders and proxy holders who vote to approve each agenda item shall keep their ballots and return them to the Company's officer after the adjournment of the Meeting. In this regard, the vote in the Meeting shall be done openly, not in secret, but all ballots shall be collected to ensure the transparency of the vote counting.

Any votes made in any of the following sample manners shall be considered invalid:

- A ballot that is filled with more than one mark in the space provided.
- A ballot that casts a vote expressing conflict of intent.
- A ballot that is crossed out with no signature affixed.

If a shareholder or proxy holder intends to correct his/her vote in the ballot, the existing vote shall be crossed out with the shareholder's signature affixed.

9. Article 42 of the Company's Articles of Association and the Public Limited Companies Act stipulate that a resolution of the shareholders' meeting shall be as follows:

In an ordinary case (agenda items 1, 3, 4, 5, 6 and 8 as set out in the notice calling for the Meeting), a majority of the votes of the shareholders who are present at the meeting and cast their votes is required. In case of a tie vote, the Chairman of the meeting shall have a casting vote.

For the agenda item to consider and approve any remuneration for the directors in respect of agenda item 7, the votes of not less than two-thirds of total number of votes of the shareholders who are present at the meeting are required.

10. If any shareholder or proxy holder wishes to leave the Meeting before the Meeting is adjourned or is not present at the meeting room during any agenda item, such shareholder or proxy holder can exercise his/her rights by submitting the ballot to the Company's officer in advance of leaving the meeting room.

The total number of the votes of the shareholders cast on various agenda items may not be equivalent, as there are shareholders and proxy holders entering the meeting room from time to time. Therefore, the number of shareholders attending the Meeting in each agenda item may change and not be equivalent.

11. Before voting on each agenda item, the Chairman shall give the shareholders and proxy holders an opportunity to ask questions and render their opinions concerning such agenda items as the Chairman deems it appropriate. If the shareholders or proxy holders wish to ask question, please raise hand. When the Chairman gives the opportunity to ask questions, kindly inform your name and status for attending the meeting i.e. shareholder or proxy holder before asking the questions or rendering your opinions.

In the case that a shareholder or proxy holder has questions or opinions other than the agenda item under consideration, such questions or opinions should be asked or rendered under the agenda item arranged for other matters at the end of the meeting.

The Company arranged the recording of images, motion pictures, and audio for the minutes taking, the public relations and the relevant and necessary matters.

The Chairman then proceeded with the Meeting by proposing to the Meeting each of the agenda items as detailed below:

# 1. To consider and certify the minutes of the 2023 Annual General Meeting

The Chairman requested the Meeting to review the minutes of the 2023 Annual General Meeting, a copy of which was sent to all shareholders together with the notice calling for the Meeting. The Chairman also informed the Meeting that the Board had recommended that the minutes of the 2023 Annual General Meeting be certified by the shareholders.

The Chairman opened the floor for shareholders to raise questions. However, no questions were raised under the agenda item.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

**Resolution:** The Meeting certified the minutes of the 2023 Annual General Meeting by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, details as shown in the following vote counting summary:

Voting Results Number of Votes		Votes
Approved	436,321,919	100.00%
Disapproved	0	0.00%
Void	0	0.00%
Total no. of votes cast by shareholders	436,321,919	100.00%
L	'	

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,321,919

## 2. To consider and acknowledge the business operations of the Company for the year 2023

The Chairman invited Mr. Sompong Chunekitiyanone, the Director and Chief Executive Officer, to report to the Meeting on the business operations of the Company for the year 2023.

Mr. Sompong reported to the Meeting the Company's performance in 2023 as detailed in the Company's Form 56-1 One Report which was sent to all shareholders together with the notice calling for the Meeting and had been summarized as follows:

## The Company

 Total revenues were 1,600.52 million baht and net profit was 199.71 million baht. It increased by 40.12 percent and 45.76 percent respectively, compared to the previous year.

## The Company and its subsidiary

- Total revenues were 1,698.40 million baht and a net profit attributable to equity holder of the Company was 201.18 million baht. It increased by 37.50 percent and 50.78 percent respectively, compared to the previous year.
- Revenue from sales of goods was 1,148.65 million baht. Revenue from rendering of services was 437.29 million baht. Revenue from hospital operations was 103.03 million baht. Other revenue was 9.43 million baht.
- A gross profit was 333.15 million baht, which increased by 32.33 percent compared to the previous year.
- Return on equity was 25.36 percent for the year 2023. Return on assets was 13.95 percent for the year 2023.

Mr. Sompong informed further that the Company was committed to strict adherence to the following guidelines: "Directors, executives, and employees must not demand or accept undeserved monetary rewards, benefits, or goods, nor engage in misconduct or abnormal practices involving related parties of the business operating. This includes refraining from soliciting or accepting money, benefits, or goods from individuals or entities involved in business transactions, whether directly or indirectly." In 2023, the Board reviewed the anti-corruption policy and oversaw the Company's compliance with the policy. The Company was involved in no legal disputes about corruption cases, whether those under investigation, with ongoing litigation or ruled by a court.

The photos of activities in the previous year were presented in the Meeting for acknowledgement as follows:

- 33rd THASTRO Annual Meeting 2023
- Varian Thailand Oncology Summit 2023
- Eastern Cancer Network Run
- Cancer Talk

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

Miss Naree Saelee, a proxy holder of Thai Investors Association:

- Projects expected to be delivered in 2024: which projects have already started, when did they begin, and in which quarter will they be completed and recognized for revenue?
- For the three projects expected to be delivered within this year, from the starting date until December 31, 2023, what are the total costs incurred? And are these costs reflected in the statement of financial position?

## Mr. Sompong Chunekitiyanone:

- Backlog refers to the revenue that will be recognized. The starting and ending date of each project
  are clearly disclosed. Backlog is recorded when the contract is signed. The duration of each project
  depends on the location, as the Company needs to survey and prepare the site for the installation of
  radiation therapy machine s. The project duration may range from three months to one year.
- Most of the project costs are associated with the radiation therapy machine. Once the machine
  arrives, it will be immediately sent to the project site. The work in progress mainly involves interior
  decoration and purchasing equipment to prepare for the installation of the machine. These costs are
  relatively minor compared to the cost of the radiation therapy machine. In some years, a high
  inventory level might occur due to the arrival of the machine.

## Mr. Voravid Silapusid:

The Company recognizes revenue upon project delivery, and the same applies to the costs.
 Therefore, during the project, the costs are recorded as inventory and reflected in the statement of financial position. All three projects have commenced as per to the contracts.

## Mr. Supot Ouachailertkul, a shareholder:

- After a hospital places an order for the radiation therapy machine with the Company, how long does
  it take to complete the project and deliver it to the client?
- Are the hospitals that are clients of the Company mostly affiliated with the government sector or the private sector?
- What is the success rate of radiation therapy in curing cancer patients?

## Mr. Sompong Chunekitiyanone:

- Generally, it takes six months to one year after signing the contract, depending on the hospital's readiness to deliver the space. Revenue will be recognized upon the project's delivery.
- Most of the Company's clients are in the government sector.
- When diagnosed with early-stage cancer, the current treatments (Gold Standard) include surgery, chemotherapy, and radiation therapy. Approximately 50-60% of cancer patients require radiation therapy. The chance of recovery is often measured by the 5-year survival rate, which generally ranges from five to seven years.

## Mr. Supot Ouachailertkul, a shareholder:

Revenue from rendering of services has been increasing continuously. However, if an event occurs
that prevents the Company from selling radiation machines, how long would it take for the Company
to remain unaffected, and has this been assessed?

## Mr. Sompong Chunekitiyanone:

This risk has been assessed since the Company's establishment. Based on current revenue, even
without new projects, the Company is believed to be sustainable in its operations. However, the
dividend payment might be suspended in this scenario.

## Mr. Vithool Bubpamars, a shareholder:

• In the past 1-2 years, has the Company faced any obstacles due to the lack of government budget allocation, given that most of its clients are in the public sector?

## Mr. Sompong Chunekitiyanone:

 This has caused a delay in the procurement process for radiation machines of approximately 6 months, potentially postponing the Company's revenue recognition.

As there were no further questions, and the matter in this agenda item was for acknowledgement only, a vote was not required. The Chairman then requested that the Meeting acknowledge the business operations of the Company for the year 2023.

**Resolution:** The Meeting considered and acknowledged the business operations of the Company for the year 2023.

# 3. <u>To consider and approve the Company's audited financial statements for the year ended December 31, 2023 with the auditor's report thereon</u>

The Chairman requested the Meeting to review the Company's audited financial statements for the year ended December 31, 2023 with the auditor's report thereon, as shown in the Company's Form 56-1 One Report which was sent to all shareholders together with the notice calling for the Meeting.

The Chairman invited Mr. Voravid Silapusid, Director and Chief Financial Officer, to report on the Statement of Comprehensive income and the Statement of Financial position as at December 31, 2023.

Mr. Voravid informed the Meeting that the Company's audited financial statements for the year ended December 31, 2023, had been reviewed by the Audit Committee, the Board of Directors, and had been audited by the certified public accountant. Details were shown in Form 56-1 One Report which was sent to all shareholders together with the notice calling for the Meeting. He advised that the Board had recommended that the Company's audited financial statements for the year ended December 31, 2023, with the auditor's report thereon be proposed for shareholders' approval at the Meeting.

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

## Mr. Teerapol Veeraphanchai, a shareholder:

• He enquired the cause of the decrease in administrative expenses.

## Mr. Voravid Silapusid:

 Administrative expenses decreased by approximately 6% due to the improvement of the quality control.

## Mr. Supot Ouachailertkul, a shareholder:

How does the Company manage its relatively large amount of cash and cash equivalents?

## Mr. Sompong Chunekitiyanone:

The Company has the Risk Management Subcommittee that considers various risks. However, cash
and cash equivalents are reserved for the Company's operations.

## Mr. Voravid Silapusid:

 Even though there is a relatively large amount of cash and cash equivalents, they are reserved for the Company's projects.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

Resolution: The Meeting approved the Company's audited financial statements for the year ended December 31, 2023, with the auditor's report thereon, by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, with details as shown in the following vote counting summary:

Voting Results		of Votes
Approved	436,321,920	100.00%
Disapproved	0	0.00%
Void	0	0.00%
Total no. of votes cast by shareholders	436,321,920	100.00%

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,321,920

## 4. To consider and approve the allocation of net profits as legal reserve

The Chairman explained that Section 116 of the Public Limited Company Act B.E. 2535 (1992) and Article 47 of the Company's Articles of Association stipulated that a company must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits until this reserve fund reaches the amount of not less than ten percent of the registered capital. The Company currently had a registered capital of 330,000,000 baht and a legal reserve of 28,850,414 baht, which was equivalent to 8.74 percent of the registered capital. The Board had recommended that the allocation of net profits for the year 2023 as legal reserve in the amount of baht 4,149,586 representing 2.08 percent of the net profits for the year 2023, totaling baht 33,000,000 or representing 10 percent of the Company's registered capital be proposed for shareholders' approval at the Meeting.

The Chairman opened the floor for shareholders to raise questions. However, no questions were raised under the agenda item.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

**Resolution:** The Meeting approved the allocation of net profits as legal reserve, by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, with details as shown in the following vote counting summary:

Voting Results Number of Votes		of Votes
Approved	436,322,220	100.00%
Disapproved	0	0.00%
• Void	0	0.00%
Total no. of votes cast by shareholders	436,322,220	100.00%

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,322,220

# 5. To consider and approve the payment of dividend

The Chairman invited Mr. Voravid Silapusid, Director and Chief Financial Officer, to report to the Meeting.

Mr. Voravid explained that Section 115 of the Public Limited Companies Act B.E. 2535 and Clause 48 of the Company's Articles of Association stipulate that no dividends shall be paid otherwise than out of profits. The Company established a dividend payment policy each year at a rate not less than 40 percent of the net profit after deducting all categories of reserves as specified in applicable laws and the

Company's Article of Association. This is unless there are other necessary circumstances, and such dividend payment do not significantly impact the operations of the Company.

Taking into account the consolidated net profit after deducting the legal reserve, the Board of Directors agreed to propose in the Meeting to approve the dividend payment from the operating results of January 1, 2023, to December 31, 2023, to shareholders in the amount of baht 0.30 per share for 600,734,989 shares, totaling baht 180,220,496.70.

The Company will pay the dividend to the shareholders whose names appear in the Company's share register book as at March 4, 2024 which is the date for determination of shareholders who are entitled to the dividend payment fixed by the Board of Directors (Record Date). Dividend payment will be made on April 25, 2024.

The proposed dividend is consistent with the Company's dividend payment policy. The proposed amount to be paid in respect of the operating results of January 1, 2023, to December 31, 2023, represents 92.16 percent of the consolidated net profit based on the operating results for the full year 2023.

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

An anonymous shareholder:

He enquired the Company's the rate of the dividend tax credit and the corporate income tax.

Mr. Voravid Silapusid:

The dividend derived from the profits which were subject to corporate income tax of 20 percent. An
individual shareholder shall be entitled to a tax credit which is comply under Section 47 bis of the
Revenue Code.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

**Resolution**: The Meeting approved the payment of dividend by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, details as shown in the following vote counting summary:

Voting Results Number of Votes		of Votes
Approved	436,322,544	100.00%
Disapproved	0	0.00%
Void	0	0.00%
Total no. of votes cast by shareholders	436,322,544	100.00%

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,322,544

# 6. <u>To consider and approve on the election of new directors to succeed those who will be retiring on completion of their terms</u>

The Chairman explained that Article 20 of the Company's Articles of Association stipulated that at each Annual General Meeting, one-third of the directors shall retire from office. Retiring directors would be eligible for re-election. The following three directors were due to retire at the Meeting:

Ms. Srirat Chuchottaworn Independent Director
 Mr. Vipoota Trakulhoon Independent Director

3. Mr. Noppadol Suntanaphanich Director

The Company had provided opportunities for the shareholders to nominate candidates to be elected as directors in advance during the period of November 20, 2023 - December 31, 2023. After the lapse of such period, none of the shareholders expressed an intention to do so.

In view of the professional qualifications, knowledge, and work experience of the three retiring directors, the Nomination and Remuneration Committee, excluding the committee members who may have a conflict of interest, recommended that the Board of Directors nominate all of the three retiring directors for another term of directorships.

The profiles of the three retiring directors were shown in Attachment 3.1 & 3.2 of the notice calling for the Meeting which had been sent to all shareholders.

The directors who were retired by rotation left the meeting room to open the floor for shareholders to raise questions and/or vote independently.

The Chairman opened the floor for shareholders to raise questions. However, no questions were raised under the agenda item.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

Resolution: The Meeting approved the re-election of three retiring directors, namely Ms. Srirat Chuchottaworn, Mr. Vipoota Trakulhoon, and Mr. Noppadol Suntanaphanich for another term of directorships by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, details as shown in the following vote counting summary by each director:

## 1. Ms. Srirat Chuchottaworn

Voting Results	Number	Number of Votes	
Approved	436,322,544	100.00%	
Disapproved	0	0.00%	
Void	0	0.00%	
Total no. of votes cast by shareholders	436,322,544	100.00%	

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,322,544

# 2. Mr. Vipoota Trakulhoon

Voting Results Number of Vote		of Votes
Approved	436,322,544	100.00%
Disapproved	0	0.00%
Void	0	0.00%
Total no. of votes cast by shareholders	436,322,544	100.00%

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,322,544

# 3. Mr. Noppadol Suntanaphanich

Voting Results	Number of Votes	
Approved	436,322,544	100.00%
Disapproved	0	0.00%
Void	0	0.00%
Total no. of votes cast by shareholders	436,322,544	100.00%

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,322,544

After announcing the resolution, the three directors were invited back to the meeting room to consider the agenda items.

# 7. <u>To consider and approve the remuneration for the Board of Directors and directors who are members of the sub-committees</u>

The Chairman invited Mr. Vipoota Trakulhoon, Nomination and Remuneration Committee Chairman, to report to the Meeting.

Mr. Vipoota explained that the Nomination and Remuneration Committee has reviewed the directors' remuneration approved by the 2023 Annual General Meeting, taking into account the responsibilities, knowledge, abilities, experience, the Company's business plan, and the criteria. Based on its review, the Nomination and Remuneration Committee recommended the Board to consider and propose in the Meeting to approve the remuneration for the Board of Directors and directors who are members of the sub-committees. The remuneration consists of monthly remuneration, meeting allowance and other remuneration as appropriate, with total remuneration not exceeding baht 2,000,000, as follows:

Position	Monthly Remuneration/Meeting		
Position	Remuneration (Baht)	/Person (Baht)	
Board of Directors			
Chairman of the Board	20,000	15,000	
Independent Director	15,000	10,000	
Executive Director	-	10,000	
Audit Committee (AC)			
AC Chairman	-	15,000	
AC Member	-	10,000	
Nomination and Remuneration Committee (NRC)			
NRC Chairman	-	15,000	
NRC Member	-	10,000	

The Company does not pay other benefits apart from the above remuneration to the Board of directors and Sub-committees.

The Board had agreed to propose in the Meeting to approve the remuneration for the Board of Directors and directors who are members of the sub-committees, as recommended by the Nomination and Remuneration Committee.

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

# Mr. Prasert Srimanasuwan, a shareholder:

How many times does the Company hold board meetings each year, and has the Company used the
entire budget of up to 2,000,000 baht allocated for the remuneration of the Board of Directors and
directors who are members of the sub-committees?

#### The Chairman:

The Board holds five regular meetings each year and the entire budget was used.

## Mr. Vipoota Trakulhoon:

The Board meets five times each year, with additional meetings called when its advice is required or
when an issue exceeds the Management's authority. The Audit Committee meets four times, and the
Nomination and Remuneration Committee meets two times. Given the duties and composition of the
Board, the remuneration is considered appropriate and has remained unchanged since 2016.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

**Resolution:** The Meeting approved to the remuneration for the Board of Directors and directors who are members of the sub-committees with details as proposed by a unanimous vote of the shareholders and proxy holders who were present. Detailed vote counting summary was as follows:

Voting Results	ng Results Number of Votes	
Approved	436,322,694	100.00%
Disapproved	0	0.00%
• Void		
Abstained	0	0.00%
Total no. of votes of the shareholders who are present	436,322,544	100.00%

# 8. <u>To consider and approve the appointment of an auditor and determination of its remuneration for the year 2024</u>

The Chairman invited Ms. Srirat Chuchottaworn, Audit Committee Chairman, to report to the Meeting.

Ms. Srirat explained that the Audit Committee recommended the Board to consider and propose in the Meeting to appoint Ms. Siriwan Suratepin, Certified Public Accountant No. 4604 and/or Ms. Natteera Pongpinitpinyo, Certified Public Accountant No. 7362 and/or Mr. Piya Chaipruckmalakarn, Certified Public Accountant No. 7544 and/or Mr. Samran Taengcham, Certified Public Accountant No. 8021 of EY Office Limited to be the auditor of the Company and the subsidiary for the year 2024 with total remuneration not exceeding 1,942,500 baht excluding other expenses and the BOI's operational auditing fee (if any), details are as follows:

Total	1,942,500 Baht
The Subsidiary's Audit Fee	367,500 Baht
The Company's Audit Fee	1,575,000 Baht

To date, EY Office Limited has performed its duty well and the Audit Committee and the Board of Directors are satisfied with its performance. The audit fee is reasonable. In addition, none of the four nominated auditors has a relationship or any interest in / with the Company / Company's subsidiaries / management / major shareholders or other connected persons to the former mentioned persons. The profiles of the four nominated auditors are included in Attachment 4 of the notice calling for the Meeting.

In the event that these auditors are unable to perform their duties, EY Office Limited is authorized to assign its auditors who have appropriate qualification to perform the auditing duties and provide the opinions on the Company's financial statements.

In addition, EY Office Limited is also the audit firm for the Company's subsidiary.

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

Miss Naree Saelee, a proxy holder of Thai Investors Association:

Is the increase in the audit fee due to the BOI's operational auditing fee?

## Mr. Voravid Silapusid:

 The increase in the audit fee is due to inflation. Cancer Alliance Company Limited, which is a subsidiary of the Company, is the entity receiving investment promotion from the BOI. Mr. Piya Chaipruckmalakarn, the auditor of the Company and its subsidiary, shall provide the additional information.

## Mr. Piya Chaipruckmalakarn:

• The BOI's operation auditing is conducted for the subsidiary. According to BOI guidelines, if the company is profitable, the auditor will audit and report on the performance. In the past, the subsidiary had been incurring losses and only achieved profitability in the previous year. The accumulated losses carried forward can be used to offset taxable income.

As there were no questions, the Chairman proposed that the Meeting consider this agenda item which was resolved as follows:

Resolution: The Meeting approved the appointment of an auditor and determination of its remuneration for the year 2024 with details as proposed, by a unanimous vote of the shareholders and proxy holders who were present at the Meeting and cast their votes, details as shown in the following vote counting summary:

Voting Results	Number	Number of Votes	
Approved	436,323,159	100.00%	
Disapproved	0	0.00%	
Void	0	0.00%	
Total no. of votes cast by shareholders	436,323,159	100.00%	

Abstained	0
Total no. of votes of the shareholders who are eligible to vote	436,323,159

## 9. To consider any other appropriate business, if any

The Chairman asked the shareholders whether any shareholder would like to propose any other agenda item for the Meeting to consider. However, no other agenda item was raised.

The Chairman opened the floor for shareholders to raise questions. The shareholders asked questions. The questions and answers can be summarized as follows:

## Mr. Supot Ouachailertkul, a shareholder:

 Who are the remaining shareholders in the subsidiary, and does the Company have any plans for development?

## Mr. Sompong Chunekitiyanone:

 The remaining 26.03% of shareholders consist of doctors who are executives and officers at Cancer Alliance Hospital, Sriracha ("the Hospital"). The Hospital plans to develop its chemotherapy services and increase the number of inpatients. The expansion of the genetic testing services is also planned. Currently, the Company is studying the feasibility of business models involving lease-purchasing.

## Mr. Prasarn Aniwatsatit, a shareholder:

 Does the Hospital provide cancer treatment services including radiation therapy, chemotherapy, and surgery?

## Mr. Sompong Chunekitiyanone:

 Currently, the Hospital provides cancer treatment services through radiation therapy only. Surgical treatment is still under study.

## Mr. Prasarn Aniwatsatit, a shareholder:

• Do patients require a referral before receiving treatment?

## Mr. Sompong Chunekitiyanone:

 Correct. Patients need to be referred. Currently, the government has a policy called "Cancer Anywhere," allowing citizens to receive the treatment services at any facility with the capability to treat cancer under the National Health Security System. Patients can access these services by presenting their national ID card.

## Mr. Prasarn Aniwatsatit, a shareholder:

 What will be the proportion of the Company's core businesses (the radiation therapy machines, maintenance services, and the Hospital) this year?

## Mr. Sompong Chunekitiyanone:

 The proportion of the Company's core businesses remain in selling the machines and providing maintenance services. However, the Company continues to explore and expand other sources of revenue for the long term.

# Miss Naree Saelee, a proxy holder of Thai Investors Association:

What percentage of the total cost is attributed to the radiation therapy machines?

## Mr. Voravid Silapusid:

 The figures are clearly presented in the Company's financial statements. Additionally, each project's costs are different.

## Mr. Sompong Chunekitiyanone:

 Typically, the Company has a policy of approximately 20-25% for a gross profit margin. However, this may vary depending on each project and the level of competition.

## Mr. Teerapol Veeraphanchai, a shareholder:

• Revenue from hospital operations was approximately 100,000,000 baht. What was the revenue from radiation therapy and chemotherapy? What is the utilization rate of the radiation therapy machines, and will there be an installation of another machine?

# Mr. Sompong Chunekitiyanone:

Revenue from radiation therapy was approximately 60%, with additional revenue from chemotherapy
and dialysis units. The limitation of the radiation therapy machines is the patient-to-machine ratio,
and the Company is currently studying whether it needs to install another machine.

## Mr. Teerapol Veeraphanchai, a shareholder:

• The subsidiary has BOI privilege for a period of how many years, starting and ending when? Have the benefits been utilized?

## Mr. Sompong Chunekitiyanone:

• The subsidiary received benefits from corporate income tax exemption for a period of eight years and a 50% reduction in corporate income tax on net profits from investments for an additional five

years, as it is located in an investment promotion zone. The subsidiary has not yet utilized these benefits as it only became profitable in the previous year.

Mr. Teerapol Veeraphanchai, a shareholder:

Are there competitors in the nearby area, and does this impact the Hospital?

Mr. Sompong Chunekitiyanone:

• Patients have more treatment options, which has impacted patient referrals at the Hospital. Initially, there was a decrease in referrals, but currently, there has been a gradual increase.

Mr. Teerapol Veeraphanchai, a shareholder:

If another radiation machine is not be installed, will there not be an increase in revenue?

Mr. Sompong Chunekitiyanone:

If chemotherapy treatments and the number of inpatients increase, the revenue may grow further.
 However, the growth of the radiation therapy may be limited due to constraints on the patient-to-machine ratio.

As there were no further questions and opinions, the Chairman thanked all shareholders, staffs and directors for attending and declared the Meeting adjourned.

The Meeting was closed at 15.51 hours.

Woodtipong Moleechad

(Mr. Woodtipong Moleechad)

Chairman of the Meeting

Phatthranit Amornratchai

(Ms. Phatthranit Amornratchai)

Minutes-Taker