



No. KDH 003/2018

February 26, 2018

Subject: Notification of 2018 AGM agenda, the date of meeting and No Payment of Dividend

To: Director and Manager
The Stock Exchange of Thailand

This letter is to notify that the Thonburi Medical Centre Public Company Limited's Board of Directors Meeting No. 1/2018 held on February 26, 2018 passed resolutions commencing the 2018 Annual General Meeting of Shareholders as follows:

1. Resolved to call for the Annual General Meeting of the Shareholders of Thonburi Medical Centre Public Company Limited No. 41 of the year 2018 on Thursday, April 5, 2018 at 13:30 hrs., The Meeting Room, 12th Floor, Samitivej Thonburi Hospital, located at 337 Somdetphachaotaksin Road, Samre, Thonburi, Bangkok to consider the following agenda:

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders No. 40 year 2017.

Board's proposal: The Board proposes the Shareholders to approve Minutes of the Annual General Meeting of Shareholders No. 40 of year 2017 dated April 10, 2017, be approved.

Agenda 2: To acknowledge the report of the Board of Directors on 2017 operational results.

Board's proposal: Shareholders acknowledge of the Company's 2017 operational results.

Agenda 3: To consider and approve the Financial Statements of year 2017.

Board's proposal: The Board with recommendation of the Audit Committee, proposes the Shareholders to approve the Company's audited Financial Statements of fiscal year ending December 31, 2017.

Agenda 4: To consider and approve not to allot annual 2017 profit and not to make dividend payment.

Board's proposal: The Board proposes the Shareholder to approve non-allocation of 2017 annual profit neither nor dividend payment as the Company still has deficit retained earnings.

Agenda 5: To consider the election of new Directors replacing Directors who retire by rotation in the year 2018.

Board's proposal: Reference to the Company's Article of Association, at every Annual General Meeting of Shareholders, one-third of the directors must retire from the office. At present, the Company has 6 directors, thus, there are 2 retiring directors in year 2018 comprised of Prof. Supakorn Rojananin, M.D. and Nivat Jeegungwal, M.D. The Board with recommendation by the Nomination and Remuneration Committee, proposes the Shareholders to re-elect the retiring directors serving for another term.

Agenda 6: To consider appointment of the Company's auditors for the fiscal year 2018 and fix remuneration for the auditors

Board's proposal: With recommendation of the Audit Committee, the Board proposes the Shareholders to appoint the auditors from EY Office Limited namely;

- (1) Ms. Kamontip Lertwitworatep Auditor number 4377 and/or
- (2) Ms. Siriwan Suratepin Auditor number 4604 and/or
- (3) Ms. Satida Ratananurak Auditor number 4753

to be Company's auditors for the fiscal year 2018 and fix the remuneration at total Baht 925,000.- which the same rate as previous year comprised of

Three Quarterly Review at Baht 110,000.- each	330,000.- Baht
Annual Fee	595,000.- Baht
Total	925,000.- Baht

Agenda 7: To consider and approve the director's remuneration of year 2018

Board's proposal: With recommendation of the Nomination and Remuneration Committee, in consideration of various factors such as the Board's duty and responsibility, the Company performance, the current number of the Board and the industry's remuneration rate; the Board proposes the Shareholders to fix the 2017 director's remuneration at the same rate as previous year and according to the Company Article of Association as the followings:

(1) Gratuity : The Board will accept the gratuity amount at Baht 600,000.- and such gratuity shall be allocated by the Board among themselves.

(2) Meeting allowance : Approval of the Board's meeting allowance as the following;

	Board of Director	Audit Committee
Chairman	15,000.- Baht/Meeting	15,000.- Baht/Meeting
Director	10,000.- Baht/Meeting	10,000.- Baht/Meeting

Agenda 8: Other (if any)

2. Resolved to fix a list of shareholders entitled to attend and vote at the 2018 Annual General Meeting of Shareholders to be determined by Record Date on Monday, March 12, 2018.

Please kindly be informed accordingly.

Sincerely yours,

Chairat Panthuraamphorn, M.D.

Chairman