

Candidates Nominated for Election as the Company's Directors

Director

Criteria and Procedure for Director Nomination

The Nomination and Remuneration Committee is responsible for identifying and selecting suitable candidates to replace directors whose terms have expired or when a vacancy arises. The Committee also reviews the number and composition of the Board to ensure appropriateness and diversity, in alignment with the Company's business strategy and direction. This approach enables the Board to exercise effective oversight and respond to the challenges of the healthcare industry.

Resources for Director Nomination

The Company utilizes a variety of sources to identify suitably qualified candidates, including:

- Offering shareholders the opportunity to nominate suitably qualified individuals—those with the necessary knowledge, expertise, and credentials—during the period from November to January of the following year.
- Director Pool databases
- The Nomination and Remuneration Committee's internal candidate database

Criteria for Director Nomination

The Nomination and Remuneration Committee selects candidates from various sources through a careful and thorough screening process, taking into consideration qualifications that align with the Company's strategic direction, including:

- Knowledge, skills, and expertise essential to the Company's business
- Diversity of experience and perspectives
- Leadership, vision, integrity, ethics, and honesty
- A transparent professional background and independence of judgment
- Qualifications required under applicable laws, the Company's Articles of Association, and the Board Charter

As part of the nomination process, the Company reviews any past violations and penalties under the Securities and Exchange Act and incorporates such information into its assessment to ensure that the nomination process is prudent, transparent, and verifiable.

The Company places strong emphasis on diversity (Board Diversity) without restrictions on gender, age, or other backgrounds to ensure that the Board's composition supports effective long-term corporate governance.

Director Nomination and Proposal Process

The Nomination and Remuneration Committee proposes qualified candidates to the Board of Directors for appointment in the event of a vacancy prior to the end of a director's term, or submits candidates to the shareholders' meeting for election, as applicable.

The criteria for electing directors follow these procedures:

1. Each shareholder has one vote per share.
2. In electing directors, voting may be conducted individually for each candidate or collectively for multiple candidates as a group, as deemed appropriate by the shareholders' meeting. In each vote, shareholders must cast all their votes and may not allocate votes disproportionately among candidates.
3. Directors are elected by a majority vote. In the event of a tie, the Chairperson of the meeting shall cast the deciding vote.

The criteria for nominating independent directors and executives follow the same principles as those applied to director nominations.

Nomination Outcomes and Alignment with Strategy

During the past year, the Company nominated and proposed directors whose qualifications, experience, and expertise aligned with the needs of the Board and the Company's strategic direction. A new independent director was appointed to enhance the diversity of skills and governance perspectives, thereby supporting the Company's long-term operational effectiveness and sustainable growth.

Profile of Candidate Nominated for the Position of Company Director

Name	Mr. Chong Toh	
Age	58 years	
Type of Director	Non-Executive Director Member of Investment Committee Member of Nomination and Remuneration Committee	
Tenure	25 years (8 April 2001) (28 years upon completion of this tenure)	
Education	Master of Science in Management, Massachusetts Institute of Technology, USA Bachelor of Arts in Philosophy, Politics and Economics, Oxford University, United Kingdom	
Directors' Training Courses	Director Accreditation Program, class 54/2006, Thai Institute of Directors	
Experience	2022 – present Director and Senior Executive Vice President, Bangkok Bank PCL 2011 – present Senior Executive Vice President, Bangkok Bank PCL 2009 – present Director, Bangkok Bank (China) Co., Ltd. 2020 – present Commissioner, PT Bank Permata Tbk 2005 – present Executive Chairman, Bualuang Securities PCL 2024 – present Executive Chairman, BBL Asset Management Co., Ltd. 2011 – present Chairman, Asia Cement PCL 2017 – present Senior Advisor, Morgan Stanley Ltd. 2005 - 2011 Executive Vice President, Bangkok Bank PCL 2001 - 2005 President, Bualuang Securities PCL 2000 – 2005 Executive Chairman, Bualuang Finance Co., Ltd. 2000 – 2001 President, Bualuang Finance Co., Ltd. 2015 – 2024 Chairman, Bangkok Capital Asset Management Co., Ltd. 2006 – 2016 Director, Bangkok Bank Berhad, Malaysia	

	2018 – 2025	Independent Director, NSR SEA Fund
	2009 – 2021	Independent Director, Asia Landmark Fund
	2016 – 2017	Independent Director, Univanich Palm Oil PCL
Director / Management position in other companies		
Position in other listed companies	2022 – present	Director, Bangkok Bank PCL
	2020 – present	Commissioner, PT Bank Permata Tbk
Position in non-listed companies	2009 – present	Director, Bangkok Bank (China) Co., Ltd.
	2005 – present	Executive Chairman, Bualuang Securities PCL
	2024 – present	Executive Chairman, BBL Asset Management Co., Ltd.
	2011 – present	Chairman, Asia Cement PCL
	2017 – present	Senior Advisor, Morgan Stanley Ltd.
Positions in other companies which may result in conflict of interest	None	
BH shareholding	3,210,150 shares, representing 0.4034% of the total issued and voting shares (as of 31 December 2025).	
	This assessment encompasses all forms of shareholding, including preferred and ordinary shares, as well as any shares held by a spouse or minor children.	
Disputes in criminal cases related to dishonesty	None	
Meeting attendance	Board of Directors (4/4)	
	Investment Committee (2/2)	
	Nomination and Remuneration Committee (2/2)	

Profile of Candidate Nominated for the Position of Company Director

Name	Mr. Bernard Charnwut Chan	
Age	61 years	
Type of Director	Non-Executive Director Member of Investment Committee	
Tenure	9 years (1 October 2017) (12 years upon completion of this tenure)	
Education	Bachelor of Arts – Pomona College, California, USA	
Directors' Training Courses	None	
Experience	Chairman and President, Asia Financial Holdings Ltd. Chairman, Asia Alliance Co. Ltd. Advisor, Bangkok Bank (China) Company Limited	
Director / Management position in other companies		
Position in other listed companies	Chairman and President, Asia Financial Holdings Ltd. Independent Director, Cathay Pacific Airways Limited Independent Director, CLP Group Independent Director, China Resources Beer Holdings Company Ltd.	
Position in non-listed companies	Chairman, Asia Alliance Co. Ltd. Director, C.R. Holding Co., Ltd. Director, Pathfinder Asia Ltd. Director, Rabin Holding Co., Ltd. Director, The Sophonpanich Co., Ltd. Director, Health Horizons Enterprises Pte Ltd Director, Seoul Seniors Towers LLC.	

Positions in other companies which may result in conflict of interest

None

BH shareholding

1,999,875 shares, representing 0.2513% of the total issued and voting shares (as of 31 December 2025).

This assessment encompasses all forms of shareholding, including preferred and ordinary shares, as well as any shares held by a spouse or minor children.

Disputes in criminal cases related to dishonesty

None

Meeting attendance

Board of Directors (4/4)

Investment Committee (2/2)

Independent director

Definition of Independent Director

"Independent Director" refers to a director who meets qualifications that are as stringent as, or more comprehensive than, those outlined by the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand. An Independent Director must possess the following qualifications:

- holding no more than 1% of the total shares with voting rights of the Company or its parent company, subsidiaries, associates, major shareholders, and controlling parties of the Company, provided that the shares held by the related parties of such independent director shall be included;
- having never been an executive director, employee, staff member, advisor who receives a salary, or controlling party of the Company or its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders, or controlling parties, unless the foregoing status ended at least two years before the appointment;
- not having a relationship by means of descent or legal registration as a father, mother, spouse, brother, sister, or child, or spouse of the daughter or son with the other directors, executives, major shareholders, controlling parties, or persons in the process of nomination to be a director, executive, or a controlling party of the Company or its subsidiary;
- having never had a business relationship with the Company or its parent company, subsidiaries, associates, major shareholders, or controlling parties by holding power which may obstruct independent decisions, including having never been the significant shareholder or controlling party of any person having a business relationship with the Company or its parent company, subsidiaries, associates, major shareholders, or controlling parties as prescribed by the Office of the Securities and Exchange Commission, unless the foregoing status ended at least two years before the appointment;
- having never been the auditor of the Company or its parent company, subsidiaries, associates, major shareholders, or controlling parties, and not being a significant shareholder, controlling party, or partner of the auditing firm which employs the auditor of the Company or its parent company, subsidiaries, associates, major shareholders, or controlling parties of the Company, unless the foregoing status ended at least two years before the appointment;
- having never been a professional service provider, including but not limited to status as a legal service or financial advisor with a received service fee of more than Baht two million per year for the Company or its parent company, subsidiaries, associates, major shareholders, or controlling parties, and not being a significant shareholder, controlling party, or partner of a service firm that meets the above criteria, unless the foregoing status ended at least two years before the appointment, or the prohibition to receive service fee more than such amount was exempt according to law;
- not being nominated as the representative of directors of the Company, major shareholders, or any other shareholder related to the major shareholders;
- not operating a competitor of the business of the Company or its subsidiaries, and not being a significant partner in a partnership that is a competitor, and not being an executive director, employee, staff member, or advisor who receives the salary of a competitor, nor holding more than 1% of the total shares with voting right of such a competitor or its subsidiaries; and
- not otherwise, which being unable to have an independent opinion regarding the business operation of the Company.

Profile of Candidate Nominated for the Position of Independent Director

The Board has reviewed and determined that the individual nominated for appointment as an independent director possesses the qualifications required by the relevant laws and regulations governing independent directors.

Name	Ms. Sophavadee Uttamobol		
Age	66 years		
Type of Director	Independent director Chairperson of the Audit Committee		
Tenure	25 years (8 April 2001) (28 years upon completion of this tenure)		
Reason for appointment as the Independent Director	Despite serving over nine years, the proposed independent director possesses substantial expertise and a comprehensive understanding of the Company's business operations. Her ability to deliver independent opinions, collaborate effectively with Board members, and consistently contribute to positive outcomes underscores her value to the organization. The Nomination and Remuneration Committee has not identified an equally qualified candidate to replace her.		
Education	Master of Business Administration, Chulalongkorn University		
Directors' Training Courses (Thai Institute of Directors)	Director Accreditation Program, class 5/2003 Audit Committee Program, class 2/2004 Role of Chairman Program class 14/2006 Financial Statements for Directors, class 18/2012 Board Matters & Trends, class 9/2020 SET's Empowering Boards: The Evolving Role of Audit Committee in Fostering Trust and Transparency 4/2025		
Experience	2001 – present	Independent director, S&P Syndicate PLC	
	2016 – present	Managing Partner, Kao Pin Petch Limited Partnership	
	1991 – 2020	Legal Consultant, Thai Consultant Limited	
Director / Management position in other companies			
Position in other listed companies	Independent director, S&P Syndicate PLC		
Position in non-listed companies	Managing Partner, Kao Pin Petch Limited Partnership		

Positions in other companies which may result in a conflict of interest	None
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BH shareholding	Nil (as of 31 December 2025) This assessment encompasses all forms of shareholding, including preferred and ordinary shares, as well as any shares held by a spouse or minor children.
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Disputes in criminal cases related to dishonesty	None
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Meeting attendance	Board of Directors (4/4) Audit Committee (4/4)
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Profile of Candidate Nominated for the Position of Independent Director

The Board has reviewed and determined that the individual nominated for appointment as an independent director possesses the qualifications required by the relevant laws and regulations governing independent directors.

Name	Mr. Anon Vangvasu		
Age	72 years		
Type of Director	Independent Director Member of Nomination and Remuneration Committee		
Tenure	6 years (27 May 2019) (9 years upon completion of this tenure)		
Education	LL.B, Ramkhamhaeng University Honorary Doctor of Philosophy in Insurance Science, Thammasat University (2025)		
Directors' Training Courses	Director Certification Program (DCP), class 298/2020		
Experience	2012 – 2019	Executive Vice President, Bangkok Insurance PCL	
	2020 – 2023	Adviser, Bangkok Insurance PCL	
	2013 – 2017	President, Thai General Insurance Association	
	2019 – 2023	President, Thai General Insurance Association	
	2015 – 2023	Chairman, Thai Insurance Research and Development Co., Ltd. (formerly Thai Insurers Datanet Co., Ltd.)	
	2019 – 2023	Director, National Digital ID Co., Ltd.	
Director / Management position in other companies			
Position in other listed companies	None		
Position in non-listed companies	2015 – present	Chairman, Road Accident Victims Protection Co., Ltd.	
	2013 – present	Director, Thailand Insurance Institute	

Positions in other companies which may result in conflict of interest

None

BH shareholding

Nil (as of 31 December 2025).

This assessment encompasses all forms of shareholding, including preferred and ordinary shares, as well as any shares held by a spouse or minor children.

Disputes in criminal cases related to dishonesty

None

Meeting attendance

Board of Directors (4/4)

Nomination and Remuneration Committee (0/0)
