

**Criteria of granting shareholders' right to propose eligible persons to be nominated as the
directors in the 2023 Annual General Meeting of Shareholders of
Healthlead Public Company Limited**

1. Objective

Healthlead Public Company Limited (“The Company”) is aware of the importance of shareholders and, as to comply with the Company’s policy of treating each of shareholders equally and fairly according to good corporate governance, the Company, thus, provides to shareholders the opportunity to propose the agenda items for the Company’s Annual General Meeting of Shareholders under the rules and conditions of the Company.

2. Qualification of Shareholders

- 2.1 Being a shareholder or shareholders of the Company holding accumulative shares of not less than five percent of the total voting shares of the Company as of the date of proposing the matters as the agenda items and/or the eligible persons to be nominated as director(s) of the Company, provided that either one of shareholder or many shareholders may jointly propose such matters.
- 2.2 Being shareholder(s) of the Company holding shares as mentioned in 2.1 constantly of not less one year and remaining the holding such shares at the date proposed until the date of the Annual General Meeting in such year.

3. Criteria and procedures for the proposal

- 3.1 Persons nominated as directors must have the following qualifications:
 - (1) Shall not have the prohibited characteristics as specified by law on Public Limited Company, Securities and Exchange or other relevant acts including notification of the Office of the Securities and Exchange Commission, the Capital Market Supervisory Board, the Securities Exchange of Thailand or other relevant notifications and the Articles of Association of the Company.
 - (2) Possess work experience that is beneficial to the Company’s business operation, knowledge, ability, and experience appropriated for the Company’s management.
- 3.2 Conditions and procedures for the considerations:
 - (1) The shareholder shall arrange to have a letter proposed matters to be included in the agenda’s meeting of the Board of Directors, by completing the Form of nominating eligible person as the Company’s Directors downloaded from the Company’s website: <http://www.healthleadgroup.com> , and furnishing complete and accurate supporting documents.

- In the case of the agenda items proposed by accumulative shares by many of shareholders, all of such shareholders shall complete their information and affix their signatures as the evidence then gather all of those forms together submitted in one set.
- (2) An eligible person nominated as the director shall complete the information in the “Letter of consent to be nominated and qualified as a director of the nominated person” and affix their signatures as the confirmation to be nominated as a Company’s director and the approval of accuracy and completeness of the information given, as well as to give the consent to the Company to disclose of such information or documents.
 - (3) The Company Secretary shall be responsible to collect and propose to the Nomination and Remuneration Committee before propose to the Board of Directors for the further consideration.
 - (4) The Nomination and Remuneration Committee shall be responsible for the nominated persons’ qualification determination, using the same criteria as applied to other nominated persons for the consideration by the Board of Directors’ consideration before further propose to the Shareholder’s Meeting’s, unless the Nomination and Remuneration Committee considers otherwise.
 - (5) The person who is approved by the Board of Directors shall be listed as the nominated person as the directors in the shareholders’ meeting which shall be included in the agenda of the Annual General Meeting’s notice that he/she is an eligible persons nominated by the shareholders together with the Board of Directors’ opinion. For the person who is disapproved by the Board of Directors, the Board of Directors will inform the disapproval to the shareholder who proposed after the Board of Directors’ Meeting, and give the clarification through the Company’s website: <http://www.healthleadgroup.com> as well as inform to the shareholder’s meeting. The results of the Board’s consideration are final.

4. Contact

A shareholder can submit the Form of nominating eligible person as the Company’s Directors and relevant documents to the Company’ Secretary at the address provided hereinafter from October 3, 2022 to December 31, 2022. The Company shall consider the postal stamp in front of the envelope which shall be no later than the date December 31, 2022

Company Secretary

[the Company’s Address] 275 Pradit Manutham Rd., Wang Thong Lang Sub-District,
Bangkok

Or unofficially propose the matter via the e-mail: companysecretary@healthleadgroup.com prior to the submission of the original with the relevant documents.

5. Documents and Evidence for Consideration

5.1 Identity Verification Documents

A shareholder shall provide the following evidences and affix the signature to certify true copy by the shareholder or by the authorized directors of such entity (as the case may be)

- (1) The evidence of the shares held, i.e., Certification from a securities company or other evidence from The Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd., or share certificate certified true copy.
- (2) The evidence of shareholder's identity.

Natural Person : a certified true copy of an identification card or government officer identification card or driving license or passport or alien identification card (in the case of a foreign shareholder) which are not expired.

In the case that the shareholder changes the title, first name, last name, a copy of evidence of such change must be attached.

Juristic Person : A copy of the juristic person's certificate, not older than 3 months of issuance, certified by authorized person of such entity, together with certified true copies of authorized director's identification card or the government officer identification card or passport or alien identification card which are not expired, and certified by Notary Public in the case of the foreign juristic person registered abroad.

- 5.2 Letter of consent to be nominated as a director of the Company, personal profile, educational background, work experience and other documents that are useful for determining qualifications.

Directors Nomination Form
Healthlead Public Company Limited
The Annual General Meeting for the year 2023

I, (Mr./Mrs./Ms./etc.).....

Residing at.....

.....

Tel..... Fax..... E-mail.....

Being the shareholder of Healthlead Public Company Limited, holding.....shares,

- Would like to nominate
- 1.) (Mr./Mrs./Ms.)
 - 2.) (Mr./Mrs./Ms.)
 - 3.) (Mr./Mrs./Ms.)

Who is fully qualified and has no prohibited characteristics prescribed by laws and related announcements to be the Director of Healthlead Public Company Limited. The person nominated has already provide their consent in the information form of the person nominated to be considered for election as director.

I hereby certify that all information written in this form, the evidence of shares' held, and other supporting documents are correct and true in all aspects. I agree that the company can disclose such information or documents in case of necessity, and I also affix my name as evidence below.

Signed.....Shareholder's Signature

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Date.....

Letter of consent to be nominated and qualified as a director of the nominated person

1. General Information

Name (Mr./Mrs./Ms./etc.) Surname.....

Nationality ID No./Passport No.

Date of Birth / / Age Year

2. Residential Address

House No.Moo Road

Sub-District District

Province Tel.

Email

3. Educational Background, Training/Seminar Program, Work Experience and Current Position.

3.1 Educational Background

Degree	Institute	Major	Year of Graduation

3.2 Work Experience

Position	Company	Year of work

3.3 Training/Seminar Program

Course	Institute	Year of training

4. Shareholding percentage

Persons	Shares
1. Nominated person	
2. Spouse of Nominated person	
3. Underage children of Nominated person 1) 2)	
4. Juristic person wherein the persons in Clause 1,2,3 hold shares at an aggregate amount exceeding thirty percent, including in the case of the above person holds shares in other juristic persons more than ten percent and such aggregate shareholding is the largest proportion thereof.	
5. Other	

5. Relationship with Executive Directors major shareholder Company's controlling person (If any)

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I, (Mr./Mrs./Ms./etc.) , am the person who is a person nominated to be considered for election as a director of the Company,..... that I consent and acknowledge to my nomination and hereby certify that all information and documents including supporting evidence are accurate and complete and I agree that the Company can disclose such information or evidence.

Signed..... Nominated Person

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Date.....

Remarks: The attached documents of consent to nominate and certify the qualifications of the nominated person as a director

- Identification evidence of the Nominated person
- Whitelisted certificates
- Educational background, Work Experience and Training Experience
- The evidence of shareholding (If any) such as a certificate of shareholding from the Thailand Securities Depository Co., Ltd.
- Other documents (If any)

In the case of the copy of documents, the copy shall be certified.