

Ref: BIZ 026/2017

25 December 2017

Subject: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2018

Attention: Shareholder of Business Alignment Public Company Limited

Attachments:

1. Copy of the Minutes of the Annual General Meeting of Shareholders 2017 on 18 April 2017
2. IM2
3. The Articles of Association regarding the Shareholder's Meeting and Voting Procedures
4. List of independent directors proposed by the company as proxy holders
5. Practices and Documents or evidence required to attend in the Shareholders' Meeting
6. The venue of the Extraordinary General Meeting of Shareholders
7. Proxy form
8. Opinion of the Independent Financial Advisor on Acquisition of Assets

Business Alignment Public Company Limited will arrange the Extraordinary General Meeting of Shareholders No. 1/2018 on Tuesday, January 9, 2018 at 2:00 p.m. at Crowne 1-3, Crowne Plaza Bangkok Hotel 21 FL., 952 Rama IV Road., Suriyawong, Bangrak Bangkok 10500. The meeting's agendas will be as follows:

Agenda 1 To adopt the Minutes of Annual General Meeting of Shareholders 2017

Opinion of the Board of Directors: The Board of Directors recommends proposing the Minutes of the Annual General Meeting of Shareholders 2017 to the shareholders to adopt/certify, as detailed in Attachment 1

Voting: The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.

Agenda 2 To consider and approve the project investment of specialized hospital for cancer treatment

2.1 To consider and approve the project implementation of specialized hospital for cancer treatment

Facts and rationales: According to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2008, the most important transaction of Acquisition or Disposition of assets on August 31, 2008 and amendments. The Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, 2004, dated October 29, 2004 (Notification of Acquisition or Disposition of assets) When calculating item size (Total investment value of the project) according to the announcement of acquisition or disposition. The transaction size is the highest transaction size according to the criteria of the total value of consideration is 67.60% calculated from the financial statements of the company. For the year ended June 30, 2017, reviewed by the auditor of the

company. The size of the transaction, it is worth more than 50%. The processing will be reporting to SET and the approval of the shareholders meeting which requires a vote of no less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, excluding votes cast by the shareholders having an interest in the matter. In the approval of the shareholders, the company must be appointed the independent financial advisor to provide report of opinion to the minority shareholders with respect to the acquisition of assets. As detailed in Attachment 2

Opinion of the Board of Directors: The Board of Directors recommends that the entering into the transaction. This is for the benefit of the company and shareholders. This transaction is subject to reasonable conditions. It is therefore appropriate to propose the Extraordinary General Meeting of Shareholders to approve the implementation of specialized hospital for cancer treatment as proposed by the Board of Directors.

Opinion of the Independent Financial Advisor: The Board of Directors Meeting No. 6/2017, held on October 17, 2017, approved the appointment of OptAsia Capital Co., Ltd. as an independent financial advisor (IFA) to prepare the report of opinion of the independent financial advisor to the shareholders regarding the acquisition of assets of specialized hospital for cancer treatment and IFA has prepared the report of opinion of the Independent Financial Advisor that recommends to the shareholders should be approve this transaction. As detailed in Attachment 7.

Voting: The resolution for this agenda item requires a vote of no less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, excluding votes cast by the shareholders having an interest in the matter. However, there are no shareholders who have any interest in this transaction.

2.2 To consider and approve the establishment of a subsidiary to operate specialized hospital for cancer treatment.

Facts and rationales: Due to the implementation of specialized hospital for cancer treatment must be establish a joint venture which is a subsidiary of the company. This joint venture will have a registered share capital of 200,000,000 Baht divided into 2,000,000 ordinary shares with a par value of 100 Baht each. The company will invest 65.00% in the amount of 1,300,000 shares, amounting to 130,000,000 Baht. The other group of shareholders is a group of medical personnel. The remaining 35.00% of the registered capital of the joint venture will be invested. The Structure of Board of Directors of the joint venture should have the directors at least 7 members. The Company has the right to nominate not less than 4 directors and the other group of candidates has the right to nominate not less than 3 persons. The nature of business operation is specialized hospital for cancer treatment that will register the company within 30 days from the date of the Extraordinary General Meeting of Shareholders.

Opinion of the Board of Directors: The Board of Directors considered appropriate to propose the Extraordinary General Meeting of Shareholders to consider and approve the establishment of a subsidiary company in order to carry out the specific hospital for cancer treatment as proposed by the Board of Directors.

Voting: The resolution for this agenda item requires a vote of no less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote, excluding votes cast by the shareholders having an interest in the matter. However, there are no shareholders who have any interest in this transaction.

Agenda 3 To consider other business (if any)

The Record Date of the company share register book for determining the right to attend the meeting will be on Wednesday, November 15, 2017 to attend the Extraordinary General Meeting of Shareholders No. 1/2018.

The shareholders are cordially invited to attend the meeting on the date, time and place as mentioned above. For the convenience of registration process, the company will arrange the register from 1:00 P.M. Should any shareholders unable to attend the meeting, such shareholder may appoint a proxy to attend the meeting by filing in the information and placing the shareholder's signature in the attached Proxy form B (Details as shown in Attachment 7) then attach with the documents required as evidence to attend the meeting. (Detail as shown in Attachment 5) The shareholders can appoint any other persons or the company's independent director (Detail as shown in Attachment 4) on behalf you.

Yours sincerely,

- *Signed* -

(MR. WOODTIPONG MOLEECHAD)

Chairman of the Board

Business Alignment Public Company Limited