

**Details of the Documents Required Prior to Attending the Meeting  
Proxy Form, Registration, and Voting in the General Meeting of Shareholders**

All shareholders and proxies, please bring Notice of Annual General Meeting of Shareholders (AGM), registration form, proxy form, and other required documents as detailed below to register the attendance of Annual General Meeting of Shareholders No. 26 for year 2019 of Bumrungrad Hospital Public Company Limited. Please note that all requested documents are in line with the law and regulations of related regulator. The Company does not require documents from the shareholders to prevent them from attending or creates an unreasonable burden to them.

**1. Documents Required Prior to Attending the Meeting**

(A) For individuals

(1) Attending in person

Valid identity documents issued by the government authorities, e.g. identification card, governmental identification card, driving license, or passport, including the evidence of name or surname change.

(2) Attending by Proxy

2.1 Proxy form in the form as attached to the notice of AGM (Form A or Form B), completely filled out and signed by the shareholder and the proxy, affixed with stamp duty.

2.2 Certified true copy of valid identity documents of shareholder, the same requirements from the individual, as specified in item (A)(1).

2.3 Valid identity documents of the proxy, the same requirement from the individual, as specified in item (A)(1).

(B) For juristic persons

(1) Director of the shareholder attending the Meeting

1.1 Valid identity documents issued by the government authorities for the director, the same requirements from the individual, as specified in item (A)(1).

1.2 Certified true copy of the shareholder's Certificate of Registration of legal entity, showing that the director who attends the meeting has authority to act on behalf of the corporate shareholder.

(2) Shareholder appointing proxy to attend the meeting

2.1 Proxy form in the form as attached to the notice of AGM (Form A or Form B), completely filled out and signed by the authorized directors of the shareholder and the proxy, affixed with stamp duty.

2.2 Certified copy of the shareholder's Certificate of Registration of legal entity, showing that the director(s) who sign the proxy form has authority to act on behalf of the corporate shareholder.

2.3 Certified true copy of the valid identity documents of the director(s) who signs the proxy form, the same requirement from the individual, as specified in item (A)(1).

2.4 Valid identity documents of the proxy, the same requirement from the individual, as specified in item (A)(1).

(3) Foreign investor having custodian in Thailand appoints a proxy

3.1 Document from the custodian

- a. Proxy Form in the form as attached to the notice of AGM (Form A or Form B), or Form C, which can be downloaded from the Company's website, [www.bumrungrad.com/investor](http://www.bumrungrad.com/investor), completely filled out and signed by the authorized persons of the Custodian, as the grantor, and the proxy, affixed with the stamp duty.
- b. Copy of document confirming that the person who signs the proxy form is granted permission to conduct the business of custodian, certified true copy by the custodian's authorized persons.
- c. Copy of the custodian's Certificate of Registration of legal entity, certified true copy by the authorized persons, showing that the person who signs the proxy form as the grantor has authority to act on behalf of the custodian.
- d. Certified true copy of the valid identity documents issued by the authorities for the persons who can act on behalf of the custodian, as the grantor, the same requirement from the individual, as specified in item (A)(1).

3.2 Document from the shareholder

- a. Power of attorney from the shareholder authorizing the custodian to execute the proxy form on its behalf.
- b. Copy of shareholder's Certificate of Registration of legal entity, certified true copy by the authorized directors, showing that the authorized directors who sign the power of attorney have the authority to act on behalf of the corporate shareholder.
- c. Certified true copy of valid identify document issued by the authorities for the directors who sign the power of attorney, the same requirement from the individual, as specified in item (A)(1).

3.3 Valid identity documents issued by the authorities for the proxy, as specified in item (A)(1) for individuals.

If the original documents are not in Thai or in English, an English translation that is certified as true and correct translation by the shareholder (in case of individual) or the authorized directors of the shareholder (in case of juristic person) shall be required.

(4) For non-Thai nationals or legal entities established under foreign laws (other than appointing custodian as proxy under item (3))

Please provide the documents in accordance with item (A) individuals or (B) juristic persons above, as the case may be. If the original documents are not in Thai or in English, an English translation that is certified as true and correct translation by the shareholder (in case of individual) or the authorized directors of the shareholder (in case of juristic person) shall be required.

## 2. Proxy Form

The Company has attached to the notice of AGM the following two Proxy Forms setting forth by the Department of Business Development, Ministry of Commerce:

- o Form A : General proxy form (simple form)
- o Form B : Specific proxy form

Form C, which is for the foreign investors which have custodian in Thailand, can be downloaded from the Company's website at [www.bumrungrad.com/investor](http://www.bumrungrad.com/investor).

Shareholders who are not able to attend the meeting may appoint a person as their proxy, as follows:

- (1) shareholders other than foreign shareholders who have custodians in Thailand shall complete either proxy Form A or Form B, and foreign shareholders with custodian in Thailand may choose to use either proxy Form A, Form B, or Form C, and in any case, each shareholder shall complete only one of the above proxy forms;
- (2) authorize a person to attend and vote at the meeting on the shareholder's behalf by specifying the name with details of a person or an independent director of the Company (as attached as Enclosure 10), to be the shareholder's proxy, and to sign the form as the grantor;
- (3) Baht 20 stamp duty must be affixed, whereby the date of the proxy form must be specified in such stamp duty to validate the legality; and
- (4) the completed proxy form must be returned to the following address **by Wednesday, 24 April 2019, at least two hours before the meeting starts** for document verification:

Ms. Pantip Chirakarnjanakorn  
Company Secretary  
Bumrungrad Executive Suites, 4th Floor  
Bumrungrad Hospital Public Company Limited  
33, Soi 3 (Nana Nua), Sukhumvit Road  
Khlong Toei Nua, Vadhana, Bangkok 10110, Thailand

The shareholder shall authorize only one proxy to cast votes equal to the number of shares held by them, and, except for foreign shareholders with custodians in Thailand, cannot allocate their shares for divided votes.

### **3. Meeting Registration**

The commencement for the meeting registration will be two hours before the meeting, or from 12:00 p.m. onwards on Wednesday 24 April 2019 at Conference Center on the 21<sup>st</sup> floor, Bumrungrad International Clinic Building, No. 33, Soi 3 (Nana Nua), Sukhumvit Road, Bangkok. Please refer to the map attached as Enclosure 11.

### **4. Voting**

#### **1. Voting Regulation**

- (1) Voting on each agenda item will be done using ballots (with the exception of shareholders who have specified the votes in proxies, in which case the votes will be counted as specified by the shareholders). One share will count as one vote. Shareholders or proxies shall vote for only one choice -- agree, disagree or abstain -- and cannot divide their votes, except foreign shareholders with custodians in Thailand using proxy Form C.

For the agenda item for the election of directors, the voting can be done for each individual director at a time or for a group of directors, as the shareholders' meeting deems appropriate. For each resolution, the shareholder must exercise all of their votes, and cannot split their votes between any directors or groups of directors.

- (2) In the proxy form, if the grantor did not specify the authorization or the authorization is unclear for any of the agenda, or the meeting considers or votes on any matters other than as specified in the proxy form, including if there is a change or addition of any facts, the proxy shall have the right to consider and vote on such matter on behalf of the shareholder as appropriate.

## **2. Voting Procedures**

The chairman shall inform the meeting of the voting procedures as follows:

- (1) The chairman will propose that the meeting cast the vote for each agenda item by asking whether shareholders agree, disagree, or abstain.
- (2) Shareholders and proxies using proxy Form A, Form B or Form C, for which the shareholders have authorized the proxy to cast votes at their own discretion, shall vote using the ballot provided during registration, by marking only one of the boxes – agree, disagree, or abstain.
- (3) For proxies using proxy Form B and Form C, in which case the proxy must cast the votes in accordance with the shareholders' instruction, the Company shall count the votes as specified by the shareholder.

## **3. Resolution of the Meeting**


- o Ordinary cases: majority vote of the meeting.
- o For other cases, in which the laws or the Company's Articles of Association have provided otherwise, the resolution shall be in accordance with such laws or the Company's Articles of Association. The chairman shall inform the meeting before the voting of such agenda.
  - (1) In case of a tie of votes, the chairman of the meeting shall have an additional vote as the casting vote.
  - (2) Any shareholder or proxy having any special interest in a matter shall not be permitted to vote on such matter, and may be invited by the chairman of the meeting to temporarily leave the meeting, except for voting on election of the directors.

## **4. Counting and Announcement of the Vote**

The vote count shall be done immediately, and the chairman shall announce the results of the vote count in every agenda item.

**\*Please return all ballots for all agenda items to the Company's officers when the meeting is completed.\***

**Information of the independent director  
for shareholders who wish to appoint an independent director as their proxy  
Bumrungrad Hospital Public Company Limited**

<b>Name</b>	<b>Ms. Sophavadee Uttamobol</b>	
<b>Age</b>	59 years	
<b>Type of Director</b>	Independent director Chairperson of the Audit Committee	
<b>Tenure</b>	18 years	
<b>Reason for appointment as the Independent Director</b>	Being an expert, and the only candidate	
<b>Education</b>	Master of Business Administration, Chulalongkorn University	
<b>Directors' Training Courses</b>	Director Accreditation Program, class 5/2003, Thai Institute of Directors Audit Committee Program, class 2/2004, Thai Institute of Directors Role of Chairman Program class 14/2006, Thai Institute of Directors Financial Statements for Directors, class 18/2012, Thai Institute of Directors	
<b>Experience</b>	2001 – present	Director, S&P Syndicate PCL
	1991 – present	Legal Consultant, Thai Consultant Limited
<b>Director / Management Position in Other Companies</b>		
Position in other listed companies	Director, S&P Syndicate PCL.	
Position in non-listed companies	Legal Consultant, Thai Consultant Ltd.	
<b>Positions in Other Companies Which May Result in Conflict of Interest</b>	None	
<b>BH shareholding</b>	None (as of 31 December 2019). This includes both preferred and ordinary shares, and shares held by spouse and minors.	
<b>Disputes in criminal cases related to dishonesty</b>	None	
<b>Meeting attendance</b>	Board of Directors (4/4) Audit Committee (5/5)	

Map to Bumrungrad Hospital Public Company Limited



Bumrungrad International, No. 33, Soi 3 (Nana Nua), Sukhumvit Road, Khlong Toei Nua, Vadhana, Bangkok 10110, Tel. 02 066 8888, Email: [info@bumrungrad.com](mailto:info@bumrungrad.com)

For Taxi: โรงพยาบาลบำรุงราษฎร์ เลขที่ 33 ซอย 3 (นานาเหนือ) ถนนสุขุมวิท แขวงคลองเตยเหนือ เขตวัฒนา กรุงเทพฯ 10110 โทร. 02 066 8888

A shuttle bus between BTS Nana station (Sukhumvit Soi 3) and Bumrungrad International Clinic will be available every 20 minutes between 7:00 a.m. and 8:00 p.m. on the date of the Annual General Meeting.

Affix  
Stamp  
Duty  
Baht 20

Enclosure 12

**PROXY FORM A**  
**(A general form which is simple and uncomplicated)**  
**Attached to the Notification of Department of Business Development**  
**Governing Form of Proxy (No. 5) B.E. 2550**

Written at \_\_\_\_\_  
Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_  
Residing at No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) being the shareholder of Bumrungrad Hospital Public Company Limited,  
holding the total amount of \_\_\_\_\_ shares, eligible for \_\_\_\_\_ votes, as follows:

Ordinary shares of \_\_\_\_\_ shares, eligible for \_\_\_\_\_ votes  
Preference shares of \_\_\_\_\_ shares, eligible for \_\_\_\_\_ votes

(3) do hereby appoint either one of the following persons:

(1) \_\_\_\_\_ Age \_\_\_\_\_ years, Residing at No. \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_, or

(2) \_\_\_\_\_ Age \_\_\_\_\_ years, Residing at No. \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_, or

(3) \_\_\_\_\_ Age \_\_\_\_\_ years, Residing at No. \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_, or

as my/our only proxy to attend and vote on my/our behalf at Annual General Meeting of Shareholders  
No. 26 for year 2019 for Bumrungrad Hospital Public Company Limited on **Wednesday, 24 April 2019 at  
2:00 p.m.** at Conference Center on the 21<sup>st</sup> fl., Bumrungrad International Clinic Building, no. 33, Soi 3 (Nana  
Nua), Sukhumvit Road, Vadhana, Bangkok or at any adjournment thereof to any other date, time, and venue.

Any act performed by the proxy at such meeting shall be deemed as my/our own act in all respects.

Signed \_\_\_\_\_ Grantor  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy  
( \_\_\_\_\_ )

**Remarks:**

The shareholder assigning the proxy must authorize only one proxy to attend and vote at the meeting, and shall not allocate the number of shares to several proxies to vote separately.

**PROXY FORM B**

**(A form which clearly and specifically specifies the items for which authority is granted)  
According to Notification of Department of Business Development  
Governing Form of Proxy (No. 5) B.E. 2550**

Written at .....

Date ..... Month ..... Year .....

(1) I/We, ..... Nationality .....  
Residing at No ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... Country .....

(2) Being a shareholder of Bumrungrad Hospital Public Company Limited,  
holding the total amount of ..... shares, eligible for ..... votes, as follows:

Ordinary shares of ..... shares, eligible for ..... votes

Preference shares of ..... shares, eligible for ..... votes

(3) Do hereby appoint either one of the following persons:

(1) Name ..... Age ..... years,  
Residing at No ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... or

(2) Name ..... Age ..... years,  
Residing at No ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... or

(3) Name ..... Age ..... years,  
Residing at No ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code ..... or

as my/our proxy to attend and vote on my/our behalf at Annual General Meeting of Shareholders No. 26 for year 2019 for Bumrungrad Hospital Public Company Limited on **Wednesday, 24 April 2019 at 2:00 p.m.** at Conference Center on the 21<sup>st</sup> fl., Bumrungrad International Clinic Building, no. 33, Soi 3 (Nana Nua), Sukhumvit Road, Vadhana, Bangkok or at any adjournment thereof to any other date, time, and venue.

(4) I/we appoint my/our proxy to cast vote according to my/our intention in the following manner:

**Agenda 1 To adopt minutes of Annual General Meeting of Shareholders No. 25 for year 2018, held on Wednesday, 25 April 2018**

(a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Agreed                       Disagreed                       Abstained

**Agenda 3 To consider and approve the audited statements of financial position and income statements for the year ending on 31 December 2018.**

(a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Agreed                       Disagreed                       Abstained



**Agenda 4** To consider and approve the appropriation of net profit for fiscal year 2018 and the declaration of dividends, and to acknowledge the payment of interim dividends.

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - Agreed                       Disagreed                       Abstained

**Agenda 5** To consider and approve the election of directors to replace the directors who will retire by rotation.

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - To elect directors as a whole
    - Agreed                       Disagreed                       Abstained
  - To elect each director individually
    - 1. Mr. Chai Sophonpanich**
      - Agreed                       Disagreed                       Abstained
    - 2. Mr. Chanvit Tanhiphat**
      - Agreed                       Disagreed                       Abstained
    - 3. Mrs. Aruni Kettratad**
      - Agreed                       Disagreed                       Abstained

**Agenda 6** To consider and approve the remuneration of directors and committee members for year 2019

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:

Remuneration of directors and committee members for the year 2019: in a total amount not exceeding Baht 22.2 million

  - Agreed                       Disagreed                       Abstained

**Agenda 7** To consider and approve the appointment of auditors and to fix the audit fees for year 2019.

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - Agreed                       Disagreed                       Abstained

**Agenda 8** To consider and approve the amendment to clause 4 of the Memorandum of Association (registered capital) regarding the type of shares

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - Agreed                       Disagreed                       Abstained

**Agenda 9 To consider and approve the amendment to article 40 of the Articles of Association to be in line with the new law**

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - Agreed                       Disagreed                       Abstained

**Agenda 10 Other business (if any)**

- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
  - Agreed                       Disagreed                       Abstained

(5) Casting of the vote by my/our proxy for any agenda which is not in accordance with this proxy form shall be deemed an incorrect vote, and is not my/our vote as the shareholder.

(6) If I/we have not indicated my/our vote in any agenda, or the indicated vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, my/our proxy shall have the right to consider and cast votes on my/our behalf in all respects as deems appropriate.

Any lawful act performed by my/our proxy in this meeting, unless my/our proxy does not cast the votes as specified in the proxy form, shall be deemed as my/our own act in all respects.

Signed..... Grantor  
(.....)

Signed..... Proxy  
(.....)

Signed..... Proxy  
(.....)

Signed..... Proxy  
(.....)

Remarks:

1. The shareholder assigning the proxy must authorize only one proxy to attend and vote at the meeting, and shall not allocate the number of shares to several proxies to vote separately.
2. For an agenda item relating to the election of directors, the election may be for the entire group of directors or each individual director.
3. If there is an agenda item other than those specified above, additional statements can be specified by the shareholder in the Addendum to proxy Form B as enclosed.

**Addendum to Proxy Form B**  
**Authorization of shareholder of Bumrungrad Hospital Public Company Limited**

For Annual General Meeting of Shareholders No. 26 for year 2019 of Bumrungrad Hospital Public Company Limited on **Wednesday, 24 April 2019, at 2:00 p.m.** at the Conference Center on the 21<sup>st</sup> floor, Bumrungrad International Clinic Building, No. 33, Soi 3 (Nana Nua), Sukhumvit Road, Vadhana, Bangkok, or at any adjournment thereof to any other date, time and venue.

- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained
- Agenda**.....**Re.**.....
- (a) The proxy is entitled to cast the votes on my/our behalf at their own discretion.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Agreed                       Disagreed                       Abstained

**Agenda**..... **Re. Election of Directors (cont'd)**

**Director's name**.....

Agreed                                       Disagreed                                       Abstained

**Director's name**.....

Agreed                                       Disagreed                                       Abstained

**Director's name**.....

Agreed                                       Disagreed                                       Abstained

**Director's name**.....

Agreed                                       Disagreed                                       Abstained

**Director's name**.....

Agreed                                       Disagreed                                       Abstained

**Director's name**.....

Agreed                                       Disagreed                                       Abstained