

Bumrungrad Hospital Public Company Limited
Criteria for shareholders to propose agenda items for the General Meeting of Shareholders

Objective

Bumrungrad Hospital Public Company Limited understands the importance of good corporate governance and the need to treat shareholders equitably. The Company, therefore, provides the opportunity for shareholders to propose issues that are important and appropriate for inclusion as agenda item in the Company's general meeting of shareholders (**General Meeting**), and in nominating candidates with appropriate knowledge, ability, and qualifications as directors of the Company. Such proposals/nominations should be made in advance of the General Meeting so that the Board of Directors has sufficient time to consider the same and incorporate such proposals/nominations as agenda items in the General Meeting as appropriate.

Criteria and guidelines in proposing an agenda item for General Meeting

1. Qualification of shareholders

Must be a shareholder or shareholders collectively holding not less than five (5) percent of the total number of voting rights of the Company as of the date of exercising the rights.

2. How to exercise the shareholders' rights

- 2.1 Shareholder(s) who wish to propose issues as agenda items or nominate candidates must execute and submit documentation under items 2 and 3 to the Company in advance of the General Meeting according to the period prescribed by the Company.
- 2.2 Request must be made in writing using the Agenda Item Proposal Form (the "**Form**") on the Company's website. If more than one shareholder makes a request, each requesting shareholder must complete and sign their Form. All Forms must be submitted to the Company together with the supporting documents described and according to the method mentioned in item 3.
- 2.3 Shareholders who exercise the right must specify their full name, address, telephone number, contact channel, the total number of shares held, together with their attestation that all shareholders hold shares and are entitled to vote at not less than five (5) percent of the total number of voting rights of the Company on the date of exercising the right.
- 2.4 In case of a proposal for inclusion of an issue as an agenda item in the Company's General Meeting, the proposal must at least include information of the proposed matters and a summary of the material issues, reason, evidentiary documentation with brief details and shall indicate whether it is the matter proposed for information, for approval or for consideration, as the case may be.
- 2.5 In case of a proposal for nominating a candidate as director of the Company, the proposal must include a profile of the candidate in the format outlined in the Form mentioned in item 2 above, together with a consent signed by the candidate.

The candidate must possess all the required qualifications and not possess any prohibited characteristics under the law or other prohibited characteristics announced by the relevant authorities, in particular under

- the Public Company Act B.E. 2535;
- the Securities and Exchange Act B.E. 2535, as amended;
- the Securities and Exchange Commission, Thailand;
- the Stock Exchange of Thailand; and
- the Company's Articles of Association.

3. The shareholder(s) must execute and send the following documents to the Company along with the original Form and information described in item 2.
 - 3.1 Proof of shareholding by every shareholder who wishes to propose issues as agenda items or nominate candidates, such as a certification letter of the number of shares held issued by securities companies, or documents issued by the Stock Exchange of Thailand, or Thailand Security Depository Co., Ltd., or a custodian showing the number of shares held, or a copy of the share certificate, certified authentic by the shareholders.
 - 3.2 Identification documents of every shareholder who wishes to propose issues as agenda items, certified true by them.
 - a. for individuals, copies of their valid identification card or passport (in the case of foreigner); and
 - b. for juristic persons, copies of the Company's affidavit issued by the Department of Business Development, Ministry of Commerce, not more than one month before submission and copies of the valid identification cards or passports (in the case of foreigner) of the authorized directors who sign the Form.
 - 3.3 In addition to the consent of the candidate mentioned in item 2.5, the shareholder(s) must also submit a copy of valid identification card or passport (in the case of foreigner), academic evidence, training records, work experience, proof of shareholding in the Company, certified authentic by the candidate (in the case of a proposal for nominating candidates as directors of the Company only).
 - 3.4 A complete set of documents shall be sent by registered post to the following address within the Company's prescribed period.

Director of Corporate Compliance Services
Bumrungrad Hospital Public Company Limited
33 Soi 3 (Nana Nua), Sukhumvit Road, Khlong Toei Nua, Vadhaya
Bangkok 10110, Thailand

4. Consideration of the inclusion as an agenda item in the Company's General Meeting
 - 4.1 The Audit Committee will consider the proposal to include an issue as an agenda item in the Company's General Meeting before proposing it to the Board of Directors for consideration. The decision of the Board of Directors on this matter is deemed final.
 - 4.2 The Nomination and Remuneration Committee will consider the qualifications of the candidates nominated as directors of the Company before proposing them to the Board of Directors for consideration. The decision of the Board of Directors on this matter is deemed final.

The Company reserves the right to consider only complete proposals with comprehensive supporting documents, which meet the above criteria. The proposed issues must benefit the Company and shareholders overall and comply with related rules and regulations.

If the Board of Directors refuses to include a matter proposed by the shareholders, it shall be notified as a matter for information in that shareholders' meeting, and the Board shall specify the reasons for such refusal.