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เลขประจำตัวผู้เสียภาษี 0107537000025

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(-Translation-)

# Minutes of the 2023 Annual General Meeting of Shareholders Bangkok Dusit Medical Services Public Company Limited (the "Company")

#### Date, time, and venue:

The Meeting was held on 7 April 2023, at 13:30, at His Royal Highness Crown Prince Maha Vajiralongkorn Ballroom, 3rd Floor, Royal Golden Jubilee Building, Soi Soonvijai (Soi Petchburi 47), New Petchburi Road, Huai Khwang District, Bangkok.

#### **Directors in attendance:**

1.	Professor Emeritus Santasiri Sornmani, M.D.	Chairman of the Board of Directors
2.	Mr. Chuladej Yossundharakul, M.D.	Vice Chairman of the Board of Directors/ Member of Executive Committee/ Member of the Nomination and Remuneration Committee
3.	Mr. Prasert Prasarttong-Osoth, M.D.	Founder and Director
4.	Miss Poramaporn Prasarttong-Osoth, M.D.	President and Chairperson of the Executive Committee
5.	Mrs. Narumol Noi-am	Director / Member of the Executive Committee / Member of the Risk Management Committee / Senior Executive Vice President and Chief Financial Officer
6.	Mr. Weerawong Chittmittrapap	Independent Director /Chairman of the Corporate Governance Committee and Member of the Audit Committee
7.	Mr. Chavalit Sethameteekul	Independent Director / Chairman of the Audit Committee and Member of the Nomination and Remuneration Committee
8.	Mr. Pradit Theekakul	Director / Chairman of the Risk Management Committee and Member of the Corporate Governance Committee
9.	Mr. Predee Daochai	Independent Director and Chairman of the Nomination and Remuneration Committee



10. Mr. Sripop Sarasas	Director / Member of the Risk Management Committee / Member of the Corporate Governance Committee and Chief Administrative Officer
11. Mr. Kan Trakulhoon	Independent Director
12. Mr. Thongchai Jira-alongkorn	Director and Member of the Executive Committee
13. Mr. Att Thongtang	Director
14. Mr. Puttipong Prasarttong-Osoth	Director
15. Mr. Chairat Panthuraamphorn, M.D.	Director / Member of the Executive Committee and Chief Operating Officer
16. Mr. Subhak Siwaraksa, Ph.D.	Independent Director and Member of the Risk Management Committee
17. Mr. Veerathai Santiprabhob, Ph.D.	Independent Director and Member of the Audit Committee

There were 17 directors of the Company, all of which attended the meeting, representing 100.00 percent of the total number of directors.

#### Attendees:

1.	Miss Kessara Wongsekate	Vice President and Company Secretary
2.	Mrs. Wannapa Pavavech	Assistant Chief Financial Officer, Accounting
3.	Miss Ajaya Intaraprasong	Assistant Vice President, Investor Relations
4.	Mr. Tavorn Leelaphorn	Assistant Vice President, Legal Department
Au	uditors from EY Office Limited:	
1.	Mr. Wichart Lokatekrawee	Partner
2.	Mr. Chawalit Chaluayampornbut	Partner

#### Legal advisor from Weerawong, Chinnavat & Partners Ltd.:

1. Miss Pratumporn Somboonpoonpol Senior Associate

#### **Preliminary proceedings:**

Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that there were 1,852 shareholders attending the Meeting in person and by proxy, representing 10,325,843,486 ordinary shares, equivalent to 64.97% of the total number of paid-up and issued shares of the Company. A quorum was thus constituted in accordance with Article 33 of the Articles of Association of the Company, which provides that, at a shareholders' meeting, the presence of no fewer than 25

shareholders and/or proxies appointed by shareholders that hold shares amounting to no less than onethird of the total number of sold shares in aggregate, is required to constitute a quorum.

Professor Emeritus Santasiri Sornmani, M.D., the Chairman of the Board of Directors, who presided as the Chairman of the Meeting (the "**Chairman**"), declared the 2023 Annual General Meeting of Shareholders duly convened and introduced the directors, executives of the Company, and external attendees, who were representatives of the auditor and the legal advisor of the Company. The Chairman then delegated Miss Kessara Wongsekate, the Company Secretary, to inform the Meeting of the procedures for casting votes, as follows:

Miss Kessara Wongsekate, the Company Secretary, explained that, to ensure that the Meeting complied with the principles of good corporate governance, for the voting part of the Meeting, the Company would explain the procedures for voting and the counting of votes, as set out below.

- 1) With regard to voting in the Meeting, a shareholder will have a number of votes equivalent to the number of shares he/she/it holds in the Company, whereby one share is equivalent to one vote.
- 2) In the interests of expediting the process for each agenda item, with respect to voting in each agenda item, the Company will ask if any shareholder/representative wishes to vote 'against' or to abstain from voting, and request such shareholder/representative to mark under □ 'against' or □ 'abstain' on his/her ballot card and raise his/her hand to signal to the staff to collect the relevant ballot card for the purpose of vote counting. In vote counting, the Company will deduct both the votes cast against or in abstention of an agenda item from the total number of votes, and the remaining number will be treated as the total number of votes of approval for that agenda item.

Agenda Item 4 deals with the appointment of directors in replacement of the directors who are due to retire by rotation. To be in compliance with the best practices in convening shareholders' meetings, the voting on this agenda item will be carried out on an individual basis. With regard to the counting of votes for the election of each director, the Company will deduct the number of ballots with a vote cast against or in abstention from the total number of votes. The remaining votes shall be considered as the total number of votes in favor of this agenda item. For the purpose of transparency, the Company shall collect all ballot cards after the vote casting on the appointment of the last director. In the interest of convenience and expediency, the Company's staff will collect the ballot cards from the shareholders attending the Meeting.

3) A ballot that is filled in with more than one mark in the space provided; or a ballot that casts a vote expressing a conflict of intent; or a ballot with a vote that has been crossed out without a signature thereon; or a ballot on which there are votes cast in excess of the permitted number of votes on a ballot, shall be considered invalid.

If a shareholder wishes to correct his/her vote on the voting ballot, the shareholder should cross out the existing vote on the voting ballot and affix his/her signature thereto. Any vote cast in a different manner from that which is specified above shall be considered void.

- 4) A shareholder or a proxy who wishes to leave the Meeting before the Meeting is adjourned is requested to submit his/her voting ballot to the staff, in advance, before he/she leaves the meeting room. The Company will deduct the number of shares of such a shareholder, attending the Meeting in person or by proxy, from the quorum.
- 5) The Company asks shareholders to wear masks at all times throughout the Meeting. A shareholder who would like to ask a question is required to write it on the paper provided,

specifying his/her first and last name and indicating whether he/she is a shareholder or a proxy, and send it to the Company's staff for it to be passed to the Company Secretary. If there is a question in respect of an agenda item of the Meeting and concerning the Company's operations which is not responded to during the Meeting, the Company will record the question, the answer, and the name of the person who asked the question, in the minutes of the Meeting.

To ensure that the Meeting was conducted in compliance with good corporate governance principles, the Company delegated Miss Suwadee Buppunhasmai, from Weerawong, Chinnavat & Partners Limited, to act as the voting inspector.

The Chairman then informed the Meeting that, in preparation for this 2023 Annual General Meeting of Shareholders, from 1 December 2022 to 14 January 2023, the Company gave the shareholders the opportunity to propose matters that would be beneficial and appropriate as agenda items in advance of this Meeting, as well as to nominate a person who is knowledgeable, competent, and qualified for appointment as a director. The guidelines for proposing such additional matters were posted on the Company's website. By the end of the given period, no shareholder had proposed any matter in advance for the Board of Directors to consider and add to the list of agenda items for this Meeting, and there was no nomination of other qualified persons for appointment as directors. Thereafter, the Chairman proceeded with the Meeting in accordance with the following agenda items.

#### Agenda Item 1: To acknowledge the Company's 2022 performance

The Chairman assigned Miss Poramaporn Prasarttong-Osoth, M.D., the President, to inform the Meeting of the Company's performance during the year 2022.

Miss Poramaporn Prasarttong-Osoth, M.D., the President, presented to the Meeting an overview of the performance of the Company during the year 2022. The important details are summarized as follows:

#### **Overview of the Company**

- Presently, the Company ("BDMS") has 57 hospitals in its hospital network, with a total of approximately 8,400 hospital beds, operating under six major brands, which consist of Bangkok Hospital, Samitivej Hospital, Phyathai Hospital, Paolo Hospital, BNH Hospital, and Royal Hospital, which are hospitals in the Kingdom of Cambodia. In all of these hospitals, 14 of which are hospitals with BDMS Centers of Excellence.
- At the end of 2022, the BDMS group had approximately 11,000 doctors, 9,000 nurses and 24,000 employees.
- Furthermore, the Company also has other businesses related to hospital businesses and health services, which are National Healthcare Systems Co., Ltd., A.N.B. Laboratories Co., Ltd., The Medicpharma Co., Ltd., SAVE DRUG pharmacy, BDMS Wellness Clinic and BDMS Wellness Resort.
- In the year 2022, TRIS Rating Co., Ltd. (TRIS) upgraded the Company's credit rating from "AA" to "AA+" with a "Stable" outlook. In addition, the Company was proud to have been selected as a member of the Dow Jones Sustainability Indices (DJSI) Emerging Markets for two consecutive years, whereby the Company is the first hospital in Thailand and Asia Pacific to be designated as a member of the DJSI.

#### **Overview of the operating strategies**

BDMS has planned operating strategies in 4 areas: Customer Base Expanding, Product and Service Development, Development of Healthcare Innovations, and Sustainable Services. The details are summarized as follows:

#### **Customer Base Expanding**

- The Company focuses on expanding its customer base to support the increasing number of foreign patients after the border reopening. Moreover, the Company also focuses on building relationships with third party payors such as insurance companies, corporate customers, as well as expanding the service base to more patients in the health insurance group. In 2022, the Company was able to increase the proportion of patients in the health insurance group to 33 percent, which supports the Company's sustainable growth.
- The Company plans to increase the number of social security patients and expand its service base to the elderly (Silver Age) group, both Thai and foreigners, which will continuously increase. At present, the Company takes care of approximately 760,000 social security insurers in 9 hospitals, namely Phyathai Sriracha Hospital, Paolo Hospital Chokchai 4, Paolo Hospital Kaset, Paolo Hospital Samutprakan, Paolo Hospital Phrapradaeng, Phyathai Nawamin Hospital, Dibuk Hospital, Tepakorn Hospital, and Bangkok Hospital Surat.

#### **Product and Service Development**

- The BDMS group has operated the Center of Excellence for many years, with an increasing number of hospitals and departments providing more excellent services. At present, the Company has Center of Excellence in 14 hospitals, emphasizing 5 groups of diseases that are the leading causes of death or disability, namely heart, cancer, brain, bone, and accidents. In the past year, The Center of Excellence had revenue in the proportion of 53 percent of the Company's total revenue and 55 percent of the EBITDA contribution.
- In addition to medical treatment, the Company focuses on promoting preventive care and rehabilitation, In this regard, there are three major projects, two of which are currently in operation, namely BDMS Wellness Clinic and BDMS Wellness Resort. The ongoing project is BDMS Silver Wellness & Residence.
- Furthermore, the Company also prioritizes providing health services to all groups of customers through its policy in value-based pricing.

#### **Development of Healthcare Innovation**

- What will promote the Company's business for further progress is healthcare innovation. The Company has been promoting a service called Smart Healthcare, which is available in the forms of hospital and services outside of hospital, including Telehealth and new applications of the network hospitals.
- The Company has developed an E-claim system that collaborates with insurance companies to provide the insured patients with convenient, fast, and accurate services. In addition, E-billing and E-payment, which are collection and payment systems, will help facilitate the insurance companies and provide more convenience to the customers.

- An application that the Company is developing and will launch this year is the BeDee application, which will provide services of tele-consultation to support doctor visits and online consultations, telepharmacy services provided by pharmacists, as well as a healthcare-related store called Health Mall.
- In addition, the Company supports and invests in health technology and healthcare startups, most of which are domestic startups, as well as having cooperation with governmental medical institutions and organizations related to healthcare in both research and personnel development, including an increase in the development of new products and services.

#### Sustainable Services

• The Company focuses on human resource management strategies, cooperation with medical institutions or universities related to healthcare both domestically and internationally, including the operation of the BDMS Green Healthcare project by supporting the network hospitals to develop into green hospitals.

#### **Hospital Expansion and Development**

- In February 2023, the Company opened the Bangkok Rayong Cancer Hospital and expected to increase the number of hospital beds for social security patients at Phyathai Sriracha Hospital by 100 beds this year, as well as open Bangkok Hospital Pluak Daeng with 239 beds.
- The Bangkok Rayong Cancer Hospital is a hospital with radiotherapy equipment and provides chemotherapy services in an appropriate environment amidst green spaces, located in the vicinity of Bangkok Rayong Hospital, which has already opened.
- In 2024-2026, the Company plans to increase the number of beds provided by Samitivej International Children's Hospital by 102 beds, Phyathai 1 Hospital by 160 beds, and Bangkok Hospital Chiang Mai by 75 beds.
- BDMS Silver Wellness & Residence project is located on Lang Suan Road near Lumpini Park, consisting of Wellness Tower and Silver Residence. The project is a comprehensive health center initiative for proactive personal health promotion, disease prevention, and health recovery promotion under the principles of holistic health promotion in order to create a sustainable balance in life. This project's services will include various features that assist healthcare so that the customers, including the residents of the Silver Residence can take care of their health preventively and have good sustainable health, including having a good quality of life.

#### Sustainable Development

The Company has a sustainable development plan in view of ESG as follows:

#### E – Environment

• In the past year, the Company has implemented several environmental policies that support environmental care and is committed to decreasing greenhouse gas emissions to net zero by 2050 (2050 Net Zero). The Company prioritizes the operation of Green Healthcare project both for hospitals and factories. The pilot hospitals of this project consist of Bangkok Hospital Chiang Mai and Bangkok Hospital Hua Hin. In 2023, the Company plans to increase the number of green hospitals to 18 hospitals.

• The Company has installed solar power systems in 24 locations, with 57 hospitals joining in on reducing greenhouse gas emissions from several activities of the organizations and managing recyclable waste to be beneficial.

#### S – Social

- In 2023, the Company shall announce a policy to manage diversity and accept differences, as well as to develop a workplace safety management system and health management.
- The Company has organized a basic life support training called "Hero" which means everyone can be a hero in real life. In 2022, there were 44,429 people participating in this project from 817 workshops. In this year, the Company expects that at least 50,000 people will pass the training, with the addition of a group of little heroes children, including schoolteachers, delivery drivers, as well as families of the Company's employees. In this regard, the Company will also provide training for people who will teach basic life support training knowledge.

#### **G** – **Governance**

• In 2023, the Company announces its whistleblowing policy and sustainable supply chain management services in terms of training, assessment and risk management. In addition, the Company will develop a healthcare ecosystem for integrated medical and healthcare services.

#### Awards received in 2022

- The Company received two awards from the Stock Exchange of Thailand, namely Outstanding Innovative Company Awards and Outstanding Investor Relations Awards.
- The Company received awards from FinanceAsia magazine as follows:
  - Best CEO in Thailand: Miss Poramaporn Prasarttong-Osoth, M.D.
  - Best Managed Company in Thailand
  - Best Investor Relations in Thailand
  - Best in Healthcare Sector (Regional)
- The Company received the Overall Most Outstanding Company in Thailand award from Asiamoney magazine.
- The Company received the Global Health Asia-Pacific Award 2022 from Global Health and Travel magazine as follows:
  - Bangkok Hospital (Head Office)
    - 1. Trauma Center of the Year in Asia-Pacific
    - 2. Mental Health and Rehabilitation Service Provider of the Year in Asia-Pacific
  - Samitivej Hospital
    - 1. Hospital of the Year in Thailand
    - 2. Colorectal Cancer Service Provider of the Year in Asia Pacific

Then, the Chairman gave the shareholders an opportunity to ask questions or express opinions with respect to this agenda item.

Assistant Professor Poolsri Jantranipaphong, a shareholder, inquired how the hospital would cooperate with the government sector to persuade more government officials to use the services at hospitals in BDMS group.

Miss Poramaporn Prasarttong-Osoth, M.D., the President, replied that the Company has been cooperating with the government sector in many aspects, for example, provision of social security services. For the provision of services to government officials, it will depend on the government policy that will be notified to private hospitals. At present, the Company has not offered these services. However, the Company has been providing certain services such as radiation therapy to the Comptroller General's Department for a long time. According to a large number of patients who need to access the services and certain special equipment are required, the government has made a request and the Company is willing to provide assistance thereto.

Mr.Sirapop Auecheevakul, a proxy, inquired as follows;

- 1. What is the Company's policy or strategy to attract foreign tourists, such as tourists from Saudi Arabia, Dubai, Japan, and particularly China who are the main group of tourists in Thailand?
- 2. Regarding the presented healthcare innovation, how would the Company cooperate with the insurance companies and other partner companies in order to strengthen the Company's customer base? and
- 3. How does BDMS Wellness Clinic cooperate with other partners in order to attract domestic and foreign tourists to constantly use its services in the future?

Miss Poramaporn Prasarttong-Osoth, M.D., the President, informed as follows;

- 1. The Company has already been providing services to the customers from Arab countries. For Saudi Arabia, the Company had provided services to Saudi customers prior to a suspension of services due to an issue between the nations, which has currently been negotiated. The Company also opened its office in Saudi Arabia to promote the Company to be more well-known among the Saudis, as well as to proceed coordination and international referral. For Chinese customers, the Company has also provided the services prior to the Covid-19 pandemic. Regardless, it was disrupted during the Covid-19 pandemic period as international travel was restricted. The Company, however, has recently been negotiating with various business groups.
- 2. The E-claim is a coordination between the Company and the insurance companies as it connects the data of each insurance company's customer groups. Each insurance company will cooperate with the Company to facilitate services including disbursement and verification to be more convenient.
- 3. Since the border reopening, BDMS Wellness Clinic has drastically increasing the number of foreign customers, including customers from CLMV (a group consisting of 4 countries, namely Cambodia, Laos, Myanmar and Vietnam) and customers from Arab countries. It is due in part to the Company's existing connection with businesses which are familiar with BDMS, and another part to those people who are not the existing customers of BDMS hospitals but

interested in health care, to which the Company has to conduct marketing, mainly for Arab and Chinese customers.

Mr. Somkid Wongpakorn, a shareholder, requested the Company to clarify on how its business expansion has proceeded during the past period and how the Company managed for the shareholders to acknowledge the information.

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, informed that generally, the Company will expand the business in existing network hospitals or may invest in new hospitals according to business opportunities. By increasing the number of hospitals or business expansion, if the matter must be disclosed to the SET, the Company will inform through the SET's channel. In the case where a meeting is convened at the end of each quarter, the Company will disclose the information to the investors, most of whom are institutional investors. For retail investors, they will be informed of the performance of the Company at the end of each quarter. With regard to detailed information, the Company will disclose in the Management Discussion and Analysis (MD&A) reported to the SET. This report will provide details of material events in each quarter, including reorganization and financing sources of the Company. Shareholders are able to access this report via the SET's official website.

In the absence of further questions and opinions, the Chairman then asked the Meeting to acknowledge the Company's 2022 performance.

**<u>Resolution</u>**: The Meeting acknowledged the Company's 2022 performance.

# Agenda Item 2:To consider approving the Company and its subsidiaries' audited<br/>consolidated financial statements for 2022

The Chairman proposed that the Meeting consider and approve the financial statements for the year ended 31 December 2022, as detailed in the Financial Statements and the Auditor's Report in Form 56-1 One Report, as delivered to the shareholders together with the notice of the Meeting, and asked Mr. Chavalit Sethameteekul, the Chairman of the Audit Committee, to explain the information in support of the Meeting's consideration.

Mr. Chavalit Sethameteekul, the Chairman of the Audit Committee, informed the Meeting that the Audit Committee had considered the information in the Auditor's Report and the Consolidated Financial Statements for the year ended 31 December 2022, which had been audited by Mr. Wichart Lokatekrawee, the Company's certified public accountant from EY Office Limited, and was of the view that the Financial Statements had been prepared in accordance with accounting standards and reflected accurate information by disclosing sufficient material facts. The auditor was also of the view that the financial statements accurately represented the Company's financial position, operating results, and cash flow, in accordance with financial reporting standards. Also, the Audit Committee was of the view that the related party transactions that occurred in the year 2022 and that appear in Form 56-1 One Report were reasonable and had normal commercial terms. A summary of the income statement and statement of financial position as at the end of the year 2022 as well as the management and discussion analysis are as follows:

(Unit: Million Baht)	2022	2021	Change
Operating income	92,968	75,714	23%
Total revenue	92,976	75,719	23%
Cost of hospital operations and goods sold	58,329	49,467	18%
Administrative expenses	17,655	14,994	18%
Profit for the year	13,254	8,490	56%
Net profit attributable to the Company's shareholders	12,606	7,936	59%

#### Summary of the 2022 Consolidated Income Statement

#### Summary of Consolidated Financial Position Statement as of 31 December 2022

(Unit: Million Baht)	2022	2021	Change
Cash and cash equivalents	12,668	10,934	16%
Trade and other receivables	10,484	9,131	15%
Property, premises, and equipment	81,860	79,689	3%
Total assets	141,543	128,454	10%
Total liabilities	47,830	40,689	18%
Total shareholders' equity	93,713	87,765	7%
Total liabilities and shareholders' equity	141,543	128,454	10%

#### Management Discussion and Analysis (MD&A)

- Operating income in 2022 increased by 23 percent from 2021 as a result of:
  - Income from Thai patients increasing by 14 percent from the return of Thai patients for medical treatment unrelated to COVID-19.
  - Income from foreign patients increased by 69 percent due to the relief of travel restrictions.
- Costs increased by 18 percent from 2021, which was an increase at a lower rate than the increase in total operating income as a result of the continuous cost control.
- The Company recorded a net profit of Baht 12,606 million, resulting from revenue growth, cost control, and a reduction in financial costs.

The Chairman then gave the shareholders an opportunity to ask questions and express opinions related to this agenda item.

Mr. Warun Trakulpadejtrai, a shareholder, inquired as follows;

1. As the Company has invested in the land and building of Nai Lert Park Bangkok Hotel in the amount of approximately Baht 12,800 million in 2017 and operated it as BDMS Wellness Clinic, what is the current position of its EBITDA? and when is it expected to reach break-even point?

- 2. For the short-term investment plan in the next 3 years, to which extent does the BDMS Group plan to establish new hospitals or engage in mergers and acquisitions (M&A)? and
- 3. How much was the budget for corporate social responsibility (CSR) of the Company's group in the past 3 years?

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, explained as follows;

- 1. With regard to the BDMS Wellness Clinic and BDMS Wellness Resort projects, the EBITDA was slightly negative in 2022 due to the situation of COVID-19 pandemic, which caused foreign patients unable to travel abroad to access the services. However, as the situation is getting better, the Company expects it to reach a break-even point this year.
- 2. The Company's short-term investment plans are mainly expanding and increasing the number of structured beds in its existing hospitals. In this regard, the Company aims to increase the number of structured beds to 8,400, whereby the Company has already proceeded with the opening of Bangkok Rayong Cancer Hospital. In addition, the Company will add 100 hospital beds in Phyathai Sriracha Hospital and open Bangkok Hospital Pluak Daeng (for Social Security), amounting to 239 beds in 2023, opening Samitivej International Children Hospital, amounting to 102 beds in 2024, adding 160 beds in Phyathai 1 Hospital in 2025, and adding 75 beds in Bangkok Hospital Chiang Mai in 2026-2027. The investment in new hospitals will be considered according to the opportunity and the appropriate timing.
- 3. The main CSR program of the Company is life-saving training. In 2022, the training programs were organized for approximately 40,000 people. In 2023, the Company plans to organize the program for approximately 50,000 more people. In addition, the Company also organized "Im Boon" project, which is a donation based on the amount of receipts of the services provided to both outpatient and inpatient, whereby all BDMS network hospitals will donate money to the Vejdusit Foundation in order to support impoverished patients and underprivileged children.

Mr. Basant Kumar Dugar, a shareholder, suggested that, as the Company has an increase in the net profit margin, it is recommended to give the director remuneration at the rate of 1 percent of the net profit margin, and inquired that, as the Company's Earnings per share (EPS) increased from Baht 0.50 per share in 2021 to Baht 0.75 per share in 2022, how will the Company sustain growth in Earnings per share?

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, replied that, according to the Company's operating strategies as previously presented by the President, the Company expects to be able to sustain its Earnings per share (EPS) growth. The executives will make their best efforts to achieve such goal.

Mr. Pakhapol Supawan, a shareholder, inquired about the target group of service recipients in Pluak Daeng district and the reasons for the Company to invest in such area, as well as how the relationship between Thailand and Cambodia might affect the income of the Royal Hospital's customers.

Miss Poramaporn Prasarttong-Osoth, M.D., the President and Chairperson of the Executive Committee, informed that Bangkok Hospital Pluak Daeng is located in the Eastern Economic Corridor (EEC), where the Company has evaluated that the number of factories and businesses operated will increase in this area. There is also a demand for medical services from the group of social security insurers.

Bangkok Hospital Pluak Daeng will be part of the hospitals that help increase the number of social security patients for BDMS group. For the relationship between Thailand and Cambodia, it does not affect the business of the Company.

Mr. Sathaporn Phungniran, a shareholder, expressed his gratitude to the auditors for attending the shareholders' meeting and inquired about what caused the increase in the provision for diminution in the value of closing stock, as referred to in both the consolidated financial statement and the separate financial statement, and whether it was due to medicines and COVID-19 vaccines.

Mrs. Wannapa Pavavech, Assistant Chief Financial Officer-Accounting, replied that the increased provision for diminution in the value of closing stock in the financial statements was a normal reserve for deteriorated inventories.

Mr. Somkid Wongpakorn, a shareholder, inquired how much is the amount of reserve for bad debts set by the Company.

Mrs. Wannapa Pavavech, Assistant Chief Financial Officer-Accounting, informed that, based on the consolidated financial statement, the reserve for bad debt for the year 2022 was set at Baht 170 million.

No shareholders asked any further questions or expressed any further opinions. Therefore, the Chairman requested the Meeting to vote on this agenda item. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

**<u>Resolution</u>**: After due consideration, the Meeting resolved, by a majority vote of the shareholders attending the Meeting and casting their votes, to approve the financial statements for the year 2022, in accordance with the following votes:

	Number of votes		Percentage
Approved	10,676,694,403	votes	100.00
Disapproved	0	votes	0.00
Abstained	3,091,517	votes	-
Invalid ballots	0	votes	-

#### Agenda Item 3: <u>To consider approving the allocation of the 2022 profit</u>

The Chairman proposed that the Meeting consider approving the allocation of the 2022 profit and delegated Mrs. Narumol Noi-am, the Senior Executive Vice President and Chief Financial Officer, to provide the Meeting with the information.

Mrs. Narumol Noi-am, the Senior Executive Vice President and Chief Financial Officer, proposed that the Meeting consider and approve the allocation of dividends from the 2022 operating results and retained earnings at the rate of Baht 0.60 per share to 15,892,001,895 ordinary shares, for which the total dividend will be Baht 9,535 million, representing a dividend rate of 75.6 percent of the net profit based on the consolidated financial statements, which complies with the Company's dividend payment policy to pay a dividend of not less than 50 percent of the net profit based on the consolidated financial statements.

On 30 September 2022, the Company paid an interim dividend from the operating results from January to June 2022, which was allocated from the net profit under non-BOI privilege at the rate of Baht 0.30 per share; therefore, the remaining dividend is proposed to be paid at the rate of 0.30 per share, totaling Baht 4,768 million from the net profit under BOI privilege at the rate of Baht 0.02 per share and the net profit under non-BOI privilege at the rate of Baht 0.28 per share. The Company has set the record date for the shareholders that are entitled to receive dividends on 9 March 2023 (Record Date), and the dividend payment is scheduled to be made on 24 April 2023. In addition, the Company is not required to allocate profit to a legal reserve, as the Company has the full legal reserve amount in compliance with the Articles of Association of the Company.

The Chairman then gave the shareholders an opportunity to ask questions or express opinions in relation to this agenda item. No shareholders asked questions or expressed opinions. The Chairman then asked the Meeting to cast votes on this agenda item. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the allocation of the 2022 profit, by a majority vote of the shareholders attending the Meeting and casting their votes, as follows:

	Number of votes		Percentage
Approved	10,679,713,824	votes	99.9998
Disapproved	17,000	votes	0.0002
Abstained	55,100	votes	-
Invalid ballots	0	votes	-

# Agenda Item 4:To consider electing directors in replacement of those who retire by<br/>rotation

The Chairman proposed the Meeting to consider and approve the election of directors in replacement of those who retire by rotation by assigning Mr. Predee Daochai, the Chairman of the Nomination and Remuneration Committee, to provide the Meeting with the information in support of the consideration and appointment of directors in replacement of the directors who are due to retire by rotation.

Mr. Predee Daochai, the Chairman of the Nomination and Remuneration Committee, informed the Meeting that Article 17 of the Company's Articles of Association provides that one-third of the members of the Board of Directors shall retire from office by rotation at every annual general meeting. Currently, there were six directors due to retire by rotation, namely:

1.	Mr. Prasert Prasarttong-Osoth, M.D.	Director
2.	Mr. Chuladej Yossundharakul, M.D.	Director
3.	Mr. Weerawong Chittmittrapap	Independent Director
4.	Mrs. Narumol Noi-am	Director
5.	Miss Poramaporn Prasarttong-Osoth, M.D.	Director
6.	Mr. Subhak Siwaraksa, Ph.D.	Independent Director

Furthermore, the Company gave the shareholders an opportunity to nominate a person qualified for the position of director, who possesses no prohibited characteristics, to be elected as a director in accordance with the criteria posted on the Company's website between 1 December 2022 and 14 January 2023. However, there were no shareholders nominated any person.

The Board of Directors, as proposed by the Nomination and Remuneration Committee (excluding interested directors), had taken careful and thorough consideration and was of the view that the six directors who have completed their term are knowledgeable, capable, and has been considered in accordance with the process specified by the Company by having the qualifications in accordance with the relevant criteria and having suitable qualifications for the Company's business operations. This being the case, it was deemed appropriate to propose that the Meeting consider and re-appoint the six directors who are due to retire by rotation, namely, 1. Mr. Prasert Prasarttong-Osoth, M.D., 2. Mr. Chuladej Yossundharakul, M.D., 3. Mr. Weerawong Chittmittrapap, 4. Mrs. Narumol Noi-am, 5. Miss Poramaporn Prasarttong-Osoth, M.D., and 6. Mr. Subhak Siwaraksa, Ph.D., to be the Company's directors for another term.

The directors who have been nominated for appointment do not hold a directorship position in any other company which would be in conflict or competition with the Company.

The profiles, experience, periods of directorship, and the number of attendances at board and subcommittee meetings of the six former directors being nominated for reappointment as directors, are set out in Enclosure 1, and the criteria and guidelines on the nomination of directors are set out in Enclosure 3, all of which were delivered to all shareholders together with the notice of the Meeting.

Mr. Weerawong Chittmittrapap and Mr. Subhak Siwaraksa, Ph.D., independent directors, who were nominated for re-election for another term are deemed independent, as per the definition of an Independent Director of the Company and in line with the eligibility criteria of the Capital Market Supervisory Board, being able to provide independent opinions free from executives influence, having never been an executive or service professional and not having business relationships of material significance with the Company or its subsidiaries. (The Company's definition of an Independent Director is set out in Enclosure 4, which was delivered to all shareholders together with the notice of the Meeting.)

The Chairman then gave the shareholders an opportunity to ask questions or express opinions in relation to this agenda item. No shareholders asked questions or expressed opinions. The Chairman then asked the Meeting to cast votes on this agenda item to consider re-electing the six directors who are due to retire by rotation on an individual basis. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes. The Company will collect all ballot cards, but the ballot cards of those who disapproved and abstained for each director will be collected first. For those who approved in this agenda item, the ballot cards should be kept and returned to the Company's staff at the same time after voting for the last director.

**<u>Resolution</u>**: After due consideration, the Meeting resolved to approve the reappointment of six of the directors who are due to retire by rotation, for them to hold office as directors for another term, as proposed. The votes were cast individually for each director, as follows:

# 4.1 Mr. Prasert Prasarttong-Osoth, M.D.

Director

	Number of votes		Percentage
Approved	8,789,779,222	votes	82.93
Disapproved	1,809,141,123	votes	17.07
Abstained	70,065,819	votes	-
Invalid ballots	0	votes	-

# 4.2 Mr. Chuladej Yossundharakul, M.D.

Director

.34
.66
-
-

#### 4.3 Mr. Weerawong Chittmittrapap

#### **Independent Director**

	Number of votes		Percentage
Approved	10,388,847,310	votes	97.37
Disapproved	280,066,454	votes	2.63
Abstained	72,400	votes	-
Invalid ballots	0	votes	-

#### 4.4 Mrs. Narumol Noi-am

### Director

	Number of votes		Percentage
Approved	10,385,792,865	votes	97.35
Disapproved	283,120,899	votes	2.65
Abstained	72,400	votes	-
Invalid ballots	0	votes	-

### 4.5 Miss Poramaporn Prasarttong-Osoth, M.D.

Director

	Number of votes		Percentage
Approved	8,855,293,841	votes	83.00
Disapproved	1,813,618,723	votes	17.00
Abstained	73,600	votes	-
Invalid ballots	0	votes	-

#### 4.6 Mr. Subhak Siwaraksa, Ph.D.

#### **Independent Director**

	Number of votes		Percentage
Approved	10,641,674,618	votes	99.74
Disapproved	27,237,946	votes	0.26
Abstained	73,600	votes	-
Invalid ballots	0	votes	-

#### Agenda Item 5: To consider approving the directors' remuneration

The Chairman delegated Mr. Predee Daochai, the Chairman of the Nomination and Remuneration Committee, to inform the Meeting of the details in support of the consideration of this agenda item.

Mr. Predee Daochai, the Chairman of the Nomination and Remuneration Committee, informed the Meeting that the Nomination and Remuneration Committee had thoroughly considered various aspects of appropriateness by taking into account the economic situation, the revenue and profit growth of the Company, including the concordance with businesses of the same size, as well as suitability to the duties and responsibilities of directors. It is of the opinion that the proposed criteria for calculating the director's remuneration at the rate of 0.1 percent of total revenue according to the consolidated financial statements remain appropriate, and that the rate of meeting allowance for the Board of Directors and sub-committees as well as the medical expense for external directors shall be maintained at the same rate as the previous year.

In this regard, the Board of Directors, as proposed by the Nomination and Remuneration Committee, deemed it appropriate to propose that the Meeting consider and approve the directors' remuneration as set out below:

#### 1. Remuneration of the Company's directors

(Unit: Baht) **Details** 2022 AGM **2021 AGM Proposed to** 2023 AGM 1.1 **Directors' remuneration** (total) 92.9 million 75.7 million 50.0 million to be allocated among the board (0.1% of total)(0.1% of total)members themselves revenue for the revenue for the year 2022) year 2021) **1.2 Meeting allowances** - Chairman 75,000 per 75,000 per 75,000 per meeting meeting meeting - Directors (each) 50,000 per 50,000 per 50,000 per meeting meeting meeting

Details	Proposed to 2023 AGM	2022 AGM	2021 AGM
<b>1.3 Medical Expenses</b> (For outside directors who are not executives or employees under employment contracts with the Company and/or its affiliates, and for treatment at Bangkok Hospital and affiliated hospitals only)	3 million per person per year (from the 2023 AGM to the next AGM)	3 million per person per year (from the 2022 AGM to the next AGM)	3 million per person per year (from the 2021 AGM to the next AGM)

### 2. Remuneration of the sub-committees

The sub-committees comprise the Audit Committee, the Executive Committee, the Nomination and Remuneration Committee, the Risk Management Committee, and the Corporate Governance Committee, all of whose members shall receive remuneration in the form of meeting allowances at the same rate as the previous year, as set out below:

(Unit: Baht)

	Sub-committee	Proposed to 2023 AGM	2022 AGM	2021 AGM
2.1	Audit Committee			
	Chairman	105,000 per meeting	105,000 per meeting	105,000 per meeting
	Members (each)	70,000 per meeting	70,000 per meeting	70,000 per meeting
2.2	Executive Committee		I	
	Chairman	90,000 per meeting	90,000 per meeting	90,000 per meeting
	Members (each)	60,000 per meeting	60,000 per meeting	60,000 per meeting
2.3	Nomination and Remunera	ation Committee		
	Chairman	75,000 per meeting	75,000 per meeting	75,000 per meeting
	Members (each)	50,000 per meeting	50,000 per meeting	50,000 per meeting
2.4	2.4 Risk Management Committee			
	Chairman	75,000 per meeting	75,000 per meeting	75,000 per meeting
	Members (each)	50,000 per meeting	50,000 per meeting	50,000 per meeting

Sub-committee	Proposed to 2023 AGM	2022 AGM	2021 AGM
2.5 Corporate Governance Committee			
Chairman	75,000 per meeting	75,000 per meeting	75,000 per meeting
Members (each)	50,000 per meeting	50,000 per meeting	50,000 per meeting

The Chairman gave the shareholders an opportunity to ask questions or express opinions relating to this agenda item.

A minority shareholder, suggested that there should be a special discount on medical expenses for the shareholders.

The Chairman informed that the Company would take the suggestion for further consideration.

No shareholders asked any further questions or expressed any further opinions. Therefore, the Chairman then asked the Meeting to cast votes on this agenda item. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by votes of no less than two-thirds of the total number of votes of the shareholders attending the Meeting.

**<u>Resolution</u>**: After due consideration, the Meeting resolved, by votes of no less than two-thirds of the total number of votes of the shareholders attending the Meeting, to approve the directors' remuneration, as proposed, in accordance with the following votes:

	Number of votes		Percentage
Approved	10,459,869,364	votes	98.0399
Disapproved	209,026,143	votes	1.9592
Abstained	93,340	votes	0.0009
Invalid ballots	0	votes	-

#### Agenda Item 6: <u>To consider appointing the auditors for the year 2023 and fixing the audit fee</u>

The Chairman proposed that the Meeting consider and approve the appointment of the auditors for the year 2023, and the fixing of the audit fee, and asked Mr. Chavalit Sethameteekul, the Chairman of the Audit Committee, to inform the Meeting of the details of the auditors.

Mr. Chavalit Sethameteekul, the Chairman of the Audit Committee, informed the Meeting that, as indicated in the information delivered to all shareholders along with the notice of the Meeting, the Audit Committee had selected the auditors of the Company based on the following criteria:

- 1. The knowledge, ability, and experience of the auditors;
- 2. The availability of personnel and the number of personnel available, as well as the team's experience and performance in the past;

- 3. The reasonableness of the proposed fee, as compared to the amount of work and the audit fees of other listed companies at the same level;
- 4. The independence of the auditors and their audit firm, as not being persons who have a relationship and/or conflict of interest with the Company, its subsidiaries, executives, and major shareholders, or related persons of the aforesaid persons; and
- 5. The quality control of the significant audit work of the audit firm that helps ensure the quality of audit work.

As proposed by the Audit Committee, the Board of Directors deemed it appropriate to propose that the shareholder's meeting consider and approve the following auditors of EY Office Limited, who have all the suitable qualifications according to the aforementioned criteria, as the auditors of the Company for the year 2023:

List of auditors proposed for appointment in this Meeting	Certified Public Accountant No.	Years signing as an auditor
1. Mr. Wichart Lokatekrawee	No. 4451	2018 - 2022
2. Ms. Kamontip Lertwitworatep	No. 4377	2016 - 2017
3. Mr. Samran Taengcham	No. 8021	-

In addition, it was proposed to approve the audit fee for the year 2023, in an amount not exceeding Baht 2,635,000, a 7.55 percent increase from the previous year due to the rising inflation rate in accordance with the economic condition and the increased work volume from the expansion of the Company's business. Moreover, the audit fee has not been increased for 3 consecutive years, details are as set out below:

	1	r	(*)
Audit Fee	2023	2022	2021
Quarterly audit fee (for 3 quarters)	1,047,000	1,047,000	1,047,000
Annual audit fee	1,588,000	1,403,000	1,403,000
Total audit fee	2,635,000	2,450,000	2,450,000

<u>Remark:</u> The above audit fee does not include other service fees (non-audit fees).

In this regard, EY Office Limited are the auditors of the Company and all of its subsidiaries. The proposed auditors and EY Office Limited have no relationship with, nor any interests in the Company, its subsidiaries, executives, and major shareholders, or related persons of the aforementioned parties. In addition, the auditors demonstrated independence in auditing and providing their professional opinions on the financial statements of the Company and its subsidiaries. The profiles and experience of the nominated auditors for 2023 are set out in Enclosure 5 of the notice of the Meeting that was sent to the shareholders.

(unit: Baht)

The Chairman then gave the shareholders an opportunity to ask questions and express opinions related to this agenda item.

A minority shareholder inquired why the Company continues to pay audit fee at higher rate despite that the latest technology can be used to provide assistance on auditing procedures.

Mr. Chavalit Sethameteekul, Chairman of the Audit Committee, clarified that the Company adjusts the audit fee at higher rate from the previous year, solely due to increasing inflation rate based on the economic. The Company agrees with the issue concerning technology as proposed by the shareholder. The Company, however, has prudently considered the reasonableness of the audit fee adjustment; on account of the business expansion of the group companies, the scope of work is therefore extended.

Mr. Viroj Preechatanachot, a shareholder, opined that the proposed audit fee is reasonable in accordance with the auditors' profession and assigned scope of work.

No shareholders asked any further questions or expressed any further opinions. Therefore, the Chairman requested the Meeting to vote on this agenda item. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:** After due consideration, the Meeting resolved, by a majority vote of the shareholders attending the Meeting and casting their votes, to approve the appointment of Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451; or Ms. Kamontip Lertwitworatep, Certified Public Accountant No. 4377; or Mr. Samran Taengcham Certified Public Accountant No. 8021, of EY Office Limited, as the auditors of the Company for the year 2023, and to approve the fixing of the audit fee in an amount not exceeding Baht 2,635,000 (excluding other non-audit fees), as proposed, in accordance with the following votes:

	Number of votes		Percentage
Approved	10,572,759,103	votes	99.13
Disapproved	92,470,806	votes	0.87
Abstained	63,528	votes	-
Invalid ballots	0	votes	-

# Agenda Item 7:To consider approving the amendment of the Company's Articles ofAssociation

The Chairman proposed the Meeting to consider approving the amendment of the Company's Articles of Association and delegated Miss Kessara Wongsekate, Company Secretary, to inform the details to the Meeting for consideration.

Miss Kessara Wongsekate, Company Secretary, informed the Meeting that the amendment of the Company's Articles of Association has been proposed in order to comply with the Public Limited Companies Act (No. 4) B.E. 2565 as amended, and related laws, to enable the Company to use electronic means in the board meetings and shareholders' meetings, delivery of the letters or documents, as well as proxy at the shareholders' meetings. The Board of Directors deemed it appropriate to propose the Meeting to approve the amendment of the Company's Articles of Association by amending the

provisions in Article 25, Article 26, Article 28, Article 30 and Article 32 and adding one more article to be Article 50, thereby the numbers of Articles will be increased from 49 Articles to 50 Articles. The details of the amendment to the Articles of Association of the Company are set out in Enclosure 6, which was delivered to all shareholders together with the notice of the Meeting. In this regard, the Board of Directors deemed it appropriate to propose the meeting to approve the person authorized by the director acting on behalf of the Company to be authorized to register the amendment of the Articles of Association to the Department of Business Development, Ministry of Commerce, and also has the power to amend the wording to comply with the orders of the Registrar.

The Chairman then gave the shareholders an opportunity to ask questions and express opinions related to this agenda item.

A minority shareholder suggested that, although it is allowed by law to convene a meeting via electronic means, it would be suggested that the Company maintain the convening of the shareholders' meeting in the original format. If the meeting is to be held via electronic means, shareholders should be able to attend the meeting in person concurrently to provide opportunities for shareholders to meet with the directors and executives.

The Chairman responded that the amendment in the Articles of Association in this time was just an amendment to be in line with the relevant law. For future operations, the Company accept the suggestion for further consideration.

No shareholders asked any further questions or expressed any further opinions. Therefore, the Chairman requested the Meeting to vote on this agenda item. Miss Kessara Wongsekate, the Company Secretary, informed the Meeting that the resolution on this agenda item shall be passed by the votes no less than 3/4 of the shareholders attending the Meeting and entitled to vote.

**<u>Resolution</u>**: After due consideration, the Meeting resolved, by the votes no less than 3/4 of the shareholders attending the Meeting and entitled to vote, to approve the amendment of the Company's Articles of Association and the person authorized by the director acting on behalf of the Company shall be authorized to register the amendment of the Articles of Association to the Department of Business Development, Ministry of Commerce, and also has the power to amend the wording to comply with the orders of the Registrar, as proposed, in accordance with the following votes:

	Number of votes		Percentage
Approved	10,597,595,152	votes	99.3653
Disapproved	67,631,285	votes	0.6341
Abstained	67,000	votes	0.0006
Invalid ballots	0	votes	-

#### Agenda Item 8: <u>To consider other matters (if any)</u>

The Chairman informed the Meeting that, as all agenda items indicated in the notice of the Meeting had been fully considered by the Meeting, the shareholders were to be given an opportunity to ask further questions and express further opinions.

Mr. Basant Kumar Dugar, a shareholder, inquired as follows:

- 1. How would the Company reduce its borrowing cost?
- 2. What are the Company's strategies to increase the ROA and decrease the idle assets?
- 3. How does the Company plan to extend the payment period and shorten the collection period in order to manage the cash cycle more efficiently?

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, replied as follows:

- 1. The borrowing cost of BDMS is at a competitive level with other healthcare operators in the market. The upgrade of the Company credit rating to AA+ also helps lower financing costs compared to the past with an average rating of only 3.5 percent. For further fundraising, the Company will consider based on the market whether it should be executed through capital markets or by bank financing.
- 2. In 2022, the Company and its subsidiaries' ROA increased from 6.0 percent in 2021 to 9.3 percent in 2022. The Company and its subsidiaries are committed to generating income for continuous growth in all dimensions. It will focus on the growth of foreign patients, building relationships with third party payers including insurance companies and private companies, increasing the number of insured persons, and expanding services to support social security patients in network hospitals, including expanding customer base to the Silver Age group, as well as developing services to support the aging society. Such strategies will help expand the customer base, increasing the number of service recipients, increasing returns from operation and resulting in higher asset utilization ratio of network hospitals.
- 3. Regarding payment period, the Company and its subsidiaries had an average payment period of 34.6 days, similar to 2021, and will manage as deemed appropriate. For the collection period, the Company and its subsidiaries have a trade credit policy and consider credit limits as appropriate for counterparties. The term of accounts receivable is set for approximately 30 60 days for domestic counterparties and 30 90 days for foreign counterparties. In addition, credit analysis is performed once a year in order to manage the risk of debt repayment.

Mr. Thaworn Juanromanee, a shareholder, asked as the Company's dividend payout ratio has been decreasing every year, whether the Company has any approach to return to the original dividend payout ratio?

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, informed that if considering by the amount of money paid, it would be discovered that the Company's dividend payment has been increasing every year. However, the percentage of dividend payout ratio in this year is less than the previous year because the Company was trying to maintain the dividend level in order to provide shareholders with good returns despite the fact that 2021 was the period of COVID-19 pandemic. Therefore, the dividend payout ratio in 2021 was quite high compared to the net profit from the consolidated financial statements. For the result of operation in 2022, the Company paid a higher amount of dividends, but the payout ratio might be lower due to the expansion of investment by the Company in additional hospitals and innovations. The Company has tried to maintain the dividend payout ratio, in accordance with the dividend policy which prescribes to pay dividends at no less than 50 percent of the net profit of the consolidated financial statements, while the amount of dividend is based upon the profits of the Company in each year.

Mr. Sansern Sujitjorn, a proxy, inquired about policies to develop and take care of the Company's employees.

Mr. Noppadon Kampheeramatha, a shareholder, asked as there are several non-hospital-related businesses investing in the hospital business, please advise whether the Company has positive or negative opinion upon this issue and how it will affect the operation of the Company. In addition, will it affect the Company's personnel or not?

Miss Poramaporn Prasarttong-Osoth, M.D., the President and Chairperson of the Executive Committee, explained that the Company does not have negative or positive opinion upon this, but rather considers in terms of which aspects it will affect the operation results of the Company. For the approach to taking care of employees, the Company clarified that the most significant matter to the Company is professional personnel, as they would generally be hired by other companies engaging in the healthcare business. The Company therefore considers how to retain its personnel by aiming to satisfy employees in terms of both remuneration and knowledge gained, including seeing the future growth in career and enjoyed working with BDMS. In addition, apart from the medical treatment services in hospitals, the Company also focuses on healthcare services that are not limited to hospitals to ensure that everyone has sustainable good health.

Mr. Viroj Preechatanachot, a shareholder, inquired and suggested as follows;

- 1. Please provide brief details on the result of operation of the Company for the first quarter of 2023.
- 2. Agreeing with the suggestion of the previous shareholder with regard to the special discount on medical expenses for the shareholders.
- 3. Please provide any suggestions on healthcare.

Mrs. Narumol Noi-am, Senior Executive Vice President and Chief Financial Officer, answered the first question as follows:

In the overall performance of the first quarter, there was a growth in income from foreigners of about 40 percent as more foreigners began to come back for treatment as usual before foreigners could not travel to Thailand during the COVID-19 pandemic. In addition, Thai patients also increase by coming for treatment of more complex diseases.

The Chairman and Miss Poramaporn Prasarttong-Osoth, M.D., the President, and Chairperson of the Executive Committee, jointly clarified the second recommendation as follows:

Regarding the discount to the shareholders, the Company shall take the suggestion for further consideration as various factors must be taken into account, such as determination of the rights of shareholders since the Company's security is traded on the Stock Exchange of Thailand, whereby the shareholders traded the shares all the time.

The Chairman answered the third question as follows:

Important matters for healthcare are exercising, eating nutritious food, and getting enough rest, including having health checkup regularly.

As no shareholders asked any further questions or expressed any further opinions, the Chairman then declared the Meeting adjourned and expressed his appreciation to all shareholders for their participation and providing beneficial recommendations to the Company.

The Meeting was adjourned at 15:15.

Signed by Professor Emeritus Santasiri Sornmani, M.D.

(Professor Emeritus Santasiri Sornmani, M.D.) Chairman of the Meeting

Signed by <u>Kessara Wongsekate</u>

(Miss Kessara Wongsekate) Company Secretary