

## **Documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting**

The policy of the Board of The Stock Exchange of Thailand, dated 19 February, 1999, relating to good practices for holding of a shareholders' meeting, aims to establish guidelines for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. Accordingly, the Company believes that an inspection of documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting which should be observed by the shareholders, would improve transparency, be fair and provide benefits to the shareholders. However, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis, at the Company's sole discretion.

### **1. Natural person**

#### **1.1 *Thai nationality***

- (a) Identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (b) In case of proxy, identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

#### **1.2 *Non-Thai nationality***

- (a) passport of the shareholder; or
- (b) in case of proxy, passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

### **2. Juristic person**

#### **2.1 *Juristic person registered in Thailand***

- (a) Corporate affidavit, issued within 30 days by Department of Business Development, Ministry of Commerce; and
- (b) Identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

#### **2.2 *Juristic person registered outside of Thailand***

- (a) Corporate affidavit; and
- (b) Identification card or passport (in case of a foreigner) of the authorised director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside Thailand, such documents or evidence should be notarised by a notary public.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 11.30 a.m. on Tuesday 5 August, 2014.

Proxy Form B

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Made at \_\_\_\_\_

Date \_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We, \_\_\_\_\_ nationality: \_\_\_\_\_, residing/located at No. \_\_\_\_\_, \_\_\_\_\_ Road, Tambol/Kwaeng \_\_\_\_\_, Amphur/Khet \_\_\_\_\_, Province, Postal code \_\_\_\_\_,

(2) Being a shareholder of **Bangkok Dusit Medical Services PCL** holding \_\_\_\_\_ shares in total which are entitled to cast \_\_\_\_\_ votes as follows:

Ordinary shares: \_\_\_\_\_ shares in total which are entitled to cast \_\_\_\_\_ votes; and

Preferred shares: \_\_\_\_\_ shares in total which are entitled to cast \_\_\_\_\_ votes,

(3) I/we wish to appoint  1. \_\_\_\_\_ age \_\_\_\_\_ years

Residing at no. \_\_\_\_\_, Soi \_\_\_\_\_, \_\_\_\_\_ Road, Kwaeng \_\_\_\_\_, Khet \_\_\_\_\_, Province \_\_\_\_\_, Postal Code \_\_\_\_\_

I/we wish to appoint  2. \_\_\_\_\_ age \_\_\_\_\_ years

Residing at no. \_\_\_\_\_, Soi \_\_\_\_\_, \_\_\_\_\_ Road, Kwaeng \_\_\_\_\_, Khet \_\_\_\_\_, Province \_\_\_\_\_, Postal Code \_\_\_\_\_

I/we wish to appoint  3. \_\_\_\_\_ age \_\_\_\_\_ years

Residing at no. \_\_\_\_\_, Soi \_\_\_\_\_, \_\_\_\_\_ Road, Kwaeng \_\_\_\_\_, Khet \_\_\_\_\_, Province \_\_\_\_\_, Postal Code \_\_\_\_\_

As my/our proxy to attend and vote for me/us at the Extraordinary General Meeting of Shareholders No. 1/2014 scheduled to be held on Tuesday, 5 August 2014, at 13.30 hrs., at His Royal Highness Crown Prince Maha Vajiralongkorn Ballroom, 3<sup>th</sup> floor, Royal Golden Jubilee Building, Soi Soonvijai, New Petchburi Road, Bangkok., or such other date, time and place as may be adjourned.

(4) I/We authorise my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

**Agenda no. 1 To consider and certify the Minutes of the 2014 Annual General Meeting of Shareholders**

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

**Agenda no. 2 To consider the issuance and offering of convertible bonds in an amount not exceeding Baht 10,000 million or an equivalent amount in other currencies**

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

**Agenda no. 3 To consider and approve (i) the cancellation of the increase in the registered capital of the Company and the allocation of 1,549,095,640 ordinary shares under the general mandate as previously approved by the 2014 Annual General Meeting of Shareholders and (ii) the reduction of the registered capital of the Company by the amount of Baht 154,909,564 from the existing registered capital of Baht 1,704,005,218 to Baht 1,549,095,654, by cancelling 1,549,095,640 shares authorized but unissued, at a par value of Baht 0.10 per share and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital**

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

**Agenda no. 4 To consider and approve the increase in the registered capital of the Company by the amount of Baht 100,691,217.40 from the existing registered capital of Baht 1,549,095,654 to Baht 1,649,786,871.40 by issuing 1,006,912,174 newly issued ordinary shares at a par value of Baht 0.10 per share and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the Company's registered capital**

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

**Agenda no. 5 To consider and approve the allocation of the newly issued ordinary shares of the Company**

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

**Agenda no. 6 To consider and approve the amendment to Article 9 of the Company's Articles of Association (foreign shareholding restriction)**

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

**Agenda no. 7 Other Business Consideration (If any)**

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

- (5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.
- (6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the Proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

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

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

**Remarks**

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.

