



**BDMS**  
Bangkok Dusit Medical Services  
ทะเบียนเลขที่ 0107537000025

บริษัท กรุงเทพดุสิตเวชการ จำกัด (มหาชน)  
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(Translation)

Ref. No. PD 003/2018

28 February 2018

President

The Stock Exchange of Thailand

Re : Appointment of Member of Audit Committee.

Enclosure: Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

Bangkok Dusit Medical Services Public Company Limited would like to inform you that the Company's Board of Directors at the meeting no. 2/2018, held on 28 February 2018, passed the resolution to appoint Mr. Chavalit Sethameteekul as Member of Audit Committee, effective from 28 February 2018 onwards.

Please be informed accordingly.

Yours faithfully,

Signed By *Kessara Wongsekate*

(Miss Kessara Wongsekate)

Vice President / Company Secretary

Thailand



Overseas



KW

**Form to Report on Names of Members and Scope of Work of the Audit Committee**

Referring to Board of Directors of Bangkok Dusit Medical Services Public Company Limited ('the Company')'s Meeting number 2/2018 held on 28 February 2018, has resolution following manners:

Appointment of the audit committee

Chairman of the audit committee

Member of the audit committee

As follows:

Mr. Chavalit Sethameteekul Committee Member (Appointment of the audit committee)

The appointment/renewal of which shall take an effect as of 28 February 2018

Determination/Change in the scope of duties and responsibilities of the audit committee with the following details: the determination/change of which shall take an effect as of .....

**2 The audit committee is consisted of:** three independent directors with a term of three years. The members of the Audit Committee are as follows:

**Remaining years of service**

- |   |                             |                      |
|---|-----------------------------|----------------------|
| 2.1 Professor Emeritus Santasiri Sornmani, M.D. | Chairman of Audit Committee | 1 year and 2 months  |
| 2.2 Mr. Weerawong Chittmitrapap                 | Member of Audit Committee   | 2 years and 2 months |
| 2.3 Mr. Chavalit Sethameteekul                  | Member of Audit Committee   | 1 year and 2 months  |

**3 The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:**

In order that the Audit Committee may perform the duties as assigned by the Board of Directors, the Audit Committee shall have the following duties and responsibilities:

- 1) Ensure that the Company is in compliance with laws on securities and exchange, regulations of the Stock Exchange of Thailand, and laws related to the business.
- 2) Ensure the correct, complete and reliable issuance of reports and disclosure of information in the financial reports of the Company by liaising with external auditors and executives responsible for the preparation of financial reports to ensure that the reports are completed within the time frame prescribed by the Stock Exchange of Thailand, laws and government agencies.
- 3) Nominate auditor and annual auditing fee for consideration of the Board of Directors for the approval of the shareholders' meeting.
- 4) Ensure that there is an independent investigation and monitoring process so that employees can report inappropriate items in the financial statements or other matters.

- 5) Ensure the use of proper and efficient internal control and internal audit measures by engaging in the joint revision with independent external auditors and internal auditors. The Audit Committee should consider the independence of the internal audit department.
- 6) Review internal investigation evidence in the case that there is suspicion of fraud or abnormality or significant defect of internal control measures for presentation to the Board of Directors for further consideration.
- 7) Instruct and review evidence in the case where there is suspicion of violation of law or any regulations of the Stock Exchange of Thailand, which may significantly affect the financial status and operational results of the listed company.
- 8) Hire or bring in specialists to assist in auditing and investigating according to the Company's guidelines in the case that the Audit Committee finds or suspects that there is a transaction or action that may significantly impact the financial status and operating results of the Company. In such case, the Company shall bear the costs of hiring specialists.
- 9) In the case that the Company has its own internal audit department, the Audit Committee has the authority to approve the appointment, transfer and termination, as well as evaluate the performance of the head of the internal audit department. However, in the case that the Company hires an external party to conduct the internal audit, the Audit Committee has the power to approve the hiring as well as the fee to be paid to the external party.
- 10) Ensure that the Company has suitable risk management and control system encompassing the entire organization, as well as suggest ways to suitably and efficiently manage risks that arise in the business.
- 11) Review the risk management reports and monitor the important risks as well as report to the Board on the Committee's view on the sufficiency of the risk management system and risk control.
- 12) Ensure that there are no conflicts of interest by reviewing transactions between the Company or subsidiaries and related persons to ascertain that the transactions are within the law and regulations of the Stock Exchange of Thailand.
- 13) Prepare the Audit Committee Report and disclose the report in the Company's annual report. The report should include details as prescribed in the notifications of the Stock Exchange of Thailand and related regulations.
- 14) Review the charter of the Audit Committee annually. The charter should include details of the responsibilities of the Audit Committee as prescribed in the regulations of the Stock Exchange of Thailand on responsibilities of the Audit Committee at a minimum. In addition, the charter should sufficiently support the duties of the Audit Committee such as the hiring of specialists to provide opinion on matters that require expertise. In the case that the Committee deems that it is necessary to amend the charter in compliance with the



changing of rules, regulations and circumstances, the Audit Committee shall propose such amendments to the Board of Directors for approval.

15) Complete other tasks as assigned by the Board of Directors.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand



Signed by Mr Chuladej Yossundharakul., M.D. Director

(Mr Chuladej Yossundharakul,)