



Dated 16th March 2016

Re: Schedule the 2016 Annual General Meeting of Shareholders and dividend payment

To: Singapore Exchange Securities Trading Limited
2 Shenton Way # 19-00
SGX Center 1, Singapore

Bangkok Dusit Medical Services Public Company Limited

Baht 10,000,000,000 U.S. Dollar Settled Zero Coupon Convertible Bonds due 2019(the "Bonds")

The Board of Directors of Bangkok Dusit Medical Services Public Company Limited's Extraordinary Meeting No. 1/2016 held on 16th March 2016 has passed the following resolutions:

1. To schedule the 2016 Annual General Meeting of Shareholders on Thursday 21st April 2016 at 13:30 hours at His Royal Highness Crown Prince Maha Vajiralongkorn Ballroom, 3rd floor, Royal Golden Jubilee Building, Soi Soonvijai (Soi Petchaburi 47), New Petchburi Road, Bangkok.
2. Approved that (i) a list of shareholders entitled to attend the 2016 Annual General Meeting of Shareholders and receive dividend, be determined on 31st March 2016 (the Record Date) and (ii) the names of shareholders be gathered on 1st April 2016 (the Book Closing Date) in accordance with section 225 of the Securities and Exchange Act, 1992 (as amended). To consider the agenda as follows:

Agenda 1: To consider and certify the minutes of the 2015 Annual General Meeting of Shareholders held on 17th April 2015

The Board of Directors' Opinion: the AGM should certify the aforesaid minutes.

Agenda 2: To acknowledge the Company's performance for 2015

Agenda 3: To approve the Company and its subsidiaries' audited consolidated financial statements for 2015

The Board of Directors' Opinion: the AGM should approve the Company and its subsidiaries' audited consolidated financial statements for the year ended 31st December 2015.

Agenda 4: To approve the allocation of profit and dividend payment of 2015

The Board of Directors' Opinion : the AGM should approve for the allocation of the Company's net profit by distributing dividend for 15,490,956,540 shares at the rate of Baht 0.26 per share (par value Baht 0.10 each); divided by the dividend derived from profit under BOI privilege Baht 0.01 per share, and from profit under non-BOI privilege Baht 0.25 per share; totaling Baht 4,027,648,700.40 which is equal to 90% of the Company's net profit of the Company financial statements

In line with the Company's dividend policy; "the dividend shall be paid at minimum 50% of Company's net profit". The dividend payment shall be made on 4th May 2016 and subjected to the approval of the AGM 2016.

According to the Company's Article of Association, the Company has full legal reserve of the Company registered capital. Therefore, the Company has no need to allocate the Company's net profit as a legal reserve.

Agenda 5: To consider and approve the appointment directors whose retired.

The Board of Directors' Opinion : Reference to the Company's Article of Association "At every Annual General Meeting of Shareholders, one-third of the directors, or if it is not a multiple of three, then the number nearest to one-third must retire from office. A retiring director is eligible for re-election." At the present the Company has 15 directors, therefore, there are 5 directors who are going to retire, which are;

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|---|----------------------|
| – Professor Emeritus Santasiri Sornmani, M.D. | Independent Director |
| – Mr. Chavalit Sethameteekul | Independent Director |
| – Mr. Sombut Uthaisang. | Independent Director |
| – Mr. Wichai Thongtang | Director |
| – Mrs. Phornsiri Manoharn | Independent Director |

Since Mr. Wichai Thongtang and Mrs. Phornsiri Manoharn declined to resume the position, the Board and the Nomination and Remuneration Committee, proposed Mr. Att Thongtang , whose qualifications meet the eligibility criteria of Company, to be appointed as director of the Company, to replace director seat of Mr.Wichai Thongtang. The board has not proposed any candidate to replace the director seat of Mrs. Phornsiri Manoharn, and recommended those 3 directors who retired by rotation, be re-elected for another term. (names as shown below)

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|---|----------------------|
| 5.1 Professor Emeritus Santasiri Sornmani, M.D. | Independent Director |
| 5.2 Mr. Chavalit Sethameteekul | Independent Director |
| 5.3 Mr. Sombut Uthaisang | Independent Director |
| 5.4 Mr. Att Thongtang | Director |

Therefore member of the Company's board of directors will be 14 directors, which there were 3 directors who related in this agenda were abstained.

Agenda 6: To affix the directors' remuneration.

The Board of Directors' Opinion : with recommendation of the Nomination and Remuneration Committee, has considered on various factors including the increase of accountability and responsibility of Company's directors, comparing with the companies that were same size of the Company, the increase of Company's revenue and net profit and the number of directors.

(Unit: Million Baht)

	2015	2014	2013
<u>Consolidated Income Statements</u>			
Revenue from hospital operations	60,262	54,341	49,170
Percentage of changes	10.9%	10.5%	11.0%
Total Revenue	63,929	56,994	51,407
Percentage of changes	12.2%	10.9%	7.4%

	2015	2014	2013
Net profit attributable to equity holders of the Company	7,917	7,394	6,261
Net profit margin	12.4%	13.0%	12.2%
<u>Benefit to shareholders</u>			
Dividend (Baht per share)	0.26*	0.23	2.00
Par value (Baht)	0.10	0.10	1
Market capitalization	345,448	266,444	182,019
Percentage of changes	30%	46%	4%
Number of directors (person)	15	15	15

* Dividend payment for operational year 2015 is subjected to the approval of the AGM 2016

The Board recommended the AGM to approve the remuneration of the Company's directors and the directors of sub-committee as follows.

1. Remuneration of the Company directors

1.1 Meeting fee

- Chairman of Board Baht 75,000 / per meeting
- Director (each) Baht 50,000/ per meeting

1.2 Director's Remuneration: at Baht 63.9 Million, this shall be allocated by the Board among themselves.

The Company has determined the guidelines for calculating the remuneration of the Company directors, at the rate of 0.1 % of total revenue from 2015 Company and its subsidiaries' audited consolidated financial statements.

2. Meeting fee of sub-committee including Audit Committee, Nomination and Remuneration Committee and Executive Committee

	Audit Committee	Executive Committee	Nomination and Remuneration Committee
Chairman of Board	Baht 105,000 / per meeting	Baht 90,000/ per meeting	Baht 75,000/ per meeting
Director (each)	Baht 70,000/ per meeting	Baht 60,000 / per meeting	Baht 50,000/ per meeting

Agenda 7: To appoint the Auditors for 2016 and affix audit remuneration

The Board of Directors' Opinion: with recommendation of the Audit Committee that the AGM should appoint

List of Auditors to be Appointed	CPA License No.	Commencement of Services
Ms. Kamontip Lertwitworatop	4377	-
Ms. Siriwan Suratepin	4604	-
Mrs. Sarinda Hirunprasurtwutti	4799	-

From EY Office Limited as the Company's auditors for 2016 and fix audit fee for the amount of Baht 2,090,000; details are as follow.

Audit fee per year(Baht)	2016	2015
Quarterly (3 quarters)	957,000	870,000
Annual fee	1,133,000	1,030,000
Total audit fee	2,090,000	1,900,000

The auditors of the Company and subsidiaries are from EY Office Limited. The nominated auditors have no relationship and/or conflict of interests with the Company, associates, subsidiaries, executives, major shareholders or related persons of the aforesaid parties. Therefore, they are independent in auditing and providing their opinion on the financial statements.

Agenda 8: To consider other matters (if any)

Please be informed accordingly

Yours faithfully,

Bangkok Dusit Medical Services Public Company Limited



(Mrs. Narumol Noi-am)
Chief Financial Officer