



– Translation –

Minutes of the Annual General Meeting of Shareholders No. 45/2021

Samitivej Public Company Limited

Held on Friday, April 2, 2021

At Bancha Lamsam Auditorium, 6th Floor, Building 2

Samitivej Sukhumvit Hospital

133 Sukhumvit 49, Klongtan-Nua, Vadhana, Bangkok

Started at 13.30 hours

Prof. Dr. Somchai Richupan, Chairman of the Board of Directors, chaired the Meeting, welcomed the shareholder; and proceeded that on the auspicious occasion of Her Royal Princess Maha Chaki Sarindhorn's Birthday Anniversary today, he invited all to stand and extended our royalty and wish Her Highness Princess a Good Health, Happiness and Long Live.

Then, the chairman notified that there were 44 shareholders present in person and by proxy, holding shares in total of 95,962,181 shares, representing 95.9621 percent of the total shares, thus forming a quorum pursuant to Clause 33 of the Company's Articles of Association. The chairman declared the Annual General Meeting of Shareholders opened, and introduced members of the Company's Board of Directors, Management, the Company's Auditors and Legal Advisor attending the meeting as follows;

Board of Directors:

- | | |
|----------------------------------|--|
| 1. Prof. Dr. Somchai Richupan | Chairman |
| 2. Mr. Somchat Intrathut | Independent Director and Chairman of Audit Committee |
| 3. Mr. Kraithip Krairiksh | Independent Director and Director of Audit Committee |
| 4. Dr. Subhak Siwaraksa | Independent Director and Director of Audit Committee |
| 5. Mr. Pradit Theekakul | Director / Chairman of Nomination and Remuneration Committee |
| 6. Mrs. Narumol Noi-am | Director / Nomination and Remuneration Committee |
| 7. Chairat Panthuraamphorn, M.D. | Managing Director / Nomination and Remuneration Committee Director and Chief Executive Officer |
| 8. Surangkana Techapaitoon, M.D. | Director and Deputy Chief Executive Officer |

Management:

- | | |
|-----------------------|-------------------------|
| Mr. Jirat Jakpitaksat | Chief Financial Officer |
|-----------------------|-------------------------|

The Company's Auditors: EY Office Limited

1. Mr. Wichart Lokatekrawee
2. Ms. Supaporn Siridonthanakasem

The Company's Legal Advisor: RL Counsel Limited

Mr. Kasamsi Sakunchaisiriwit

Firstly, the chairman stated that the company has concerned on the Shareholder's health and safety. Therefore, for COVID -19 protection, the meeting room and seats have been arranged with separated space for social distancing; and requested shareholders wearing mask at all time during the meeting. Then, he assigned Mr. Kasamsi Sakunchaisiriwit, Legal Advisor to provide the information regarding procedures in conducting the meeting.

Mr. Kasamsi informed that the meeting will be conducted orderly according to the meeting agenda shown in the invitation letter. The company has notified the shareholders' right in the enclosure no. 4 of the invitation letter attachment; the Meeting procedures are summarized as follows:

1. Each shareholder is entitled to vote in the meeting equivalent to number of shares held as one share is equivalent to one vote.
2. The voting of this meeting is conducted openly, not in secret. The ballots shall be collected from all attendees for the transparency in counting the votes.
3. The following ballot shall be deemed void where it contains:
 - 1) more than one voting mark;
 - 2) conflicting votes;
 - 3) cross-out without any signature affixed;
 - 4) voting rights in excess of the right entitledThus, the shareholder intends to amend the vote, must cross out the previous vote and ascribe the signature for the amendment.
4. The total voting base of each agenda may not be the same since shareholders and proxy may attend the meeting at the different time, resulting in the number of attendees of each agenda being unequal.
5. In case any shareholder wishes to leave the meeting or be absent from the meeting at any agenda, the shareholder can still exercise the right by handing the ballot to the meeting staff before leaving.
6. To promote expediency and timely meeting, the chairman will ask at every agenda whether any shareholder or the proxy votes "Against" or "Abstention", such shareholder shall raise hand notifying meeting staff to collect the ballot, and shall sign the ballot. Those who vote in favor of the agenda does not need to raise hand for ballot collecting. The shareholder who did not raise hand is deemed to agree vote.
7. In case, there is no shareholder raising their hand for "Against" or "Abstention" vote, thus, it shall be deemed that all shareholders are unanimously agree with the chairman proposal.
8. For counting vote of each agenda, the total number of "Against Vote" and "Abstention Vote" shall be deducted from the total votes of shareholder present at the meeting, and the remaining number will be treated as the total number of Votes of such agenda unless the special resolution is required by law counting the "Abstention Vote" as the base, then, the company will deduct the "Against Vote" from the total vote.
9. To promote transparency, the shareholder who votes in favor of each agenda shall retain the ballot and revert to the meeting staff after the meeting is adjourned.
10. The meeting resolution requires the following casting vote:
 - 1) Agenda no. 1, no. 3, no. 4 and no. 7 shall require a majority votes of the shareholder attending the meeting. In case of a tie vote, the Chairman of the meeting shall have a casting vote. The majority vote of the shareholder approving any agenda, only the "Vote In favor of" and "Against Vote" shall be counted by the shareholder vote presented at the meeting and cast their vote. The company will not count the "Abstention Vote" as the base
 - 2) The Agenda no. 2, for the shareholder acknowledgement, therefore, will not require a vote

- 3) Agenda no. 5, to consider the election of new directors replacing one who retire by rotation, requires a majority vote which vote casting will be conducted by each individual director. Moreover, the company will not count the “Abstention Vote” as the base
- 4) Agenda no. 6, to consider and approve the director’s 2021 remuneration, requires a majority vote at least 2 out of 3 or at 66.66% of the shareholder attending the meeting
11. To minimize risk of COVID-19 spreading, shareholder is requested to wear hygienic mask at all time during the meeting. Moreover, the company is not providing the microphones for shareholder inquiry and comment. Nevertheless, the company provided the sheet for shareholder to write down your question or comment including name, last name, identifying your status as a shareholder or a proxy; then passing to the meeting staff for handover to the Chairman.

Then, Chairman invited the meeting to comment. Since there was no objection or any comment, the chairman concluded that the meeting agreed with the legal advisor’s proposed procedures; and conducted the meeting according to the following agenda:

Agenda 1 **To approve the Minutes of the Annual General Meeting of Shareholders No. 44 of the year 2020**

The Chairman proposed the Meeting to consider adopting the Minutes of the Annual General Meeting of Shareholder No. 44 of the year 2020 held on August 3, 2020; a copy of the minutes had been distributed to shareholders together with the meeting invitation letter.

Resolution:

The meeting unanimously approved the Minutes of the Annual General Meeting of Shareholder No. 44 of the year 2020 held on August 3, 2020 by the following votes:

	Number of votes	Per cent
Approved	96,085,480	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

Agenda 2 **To acknowledge the report of the Board of Directors on 2020 operational results**

The Chairman assigned Surangkana Techapaitoon, M.D., Director and Deputy CEO, to present this agenda. Surangkana Techapaitoon, M.D., stated that the Company has prepared 2020 performance report, details shown in the 2020 Annual Report distributed to the shareholders together with the meeting invitation. The company overall performance was summarized as follows:

1. 2020 Operational Results:
 - The Company generated revenue at total Baht 10,476 Million decreased at 18% from previous year, Earning before calculated Interest, Tax, Depreciation and Amortization (EBITDA) at total Baht 2,586 Million decreased at 20.4% from previous year, and Net Profit at total Baht 1,541 Million decreased at 27.2% from previous year.
 - The statistic Report on Revenue and Net Profit generation in past 6 years from 2015 to 2019, the company has generated an increasing of revenue respectively. As the COVID-19 pandemic emerged in the country and globally caused an impacted to the company revenue and net profit generation at a decreasing volume. However, if comparing the company performance to other organization in the same industry listed in the Stok Exchange of Thailand, the company’s net profit margin is at 13.8% while the average of the Industry is at 9.8% of total revenue. Moreover, the company’s Return on Assets (ROA) rate is at 10.6% while the average

of the Industry is at 9.8%, and the company's Return on Equity (ROA) is at 15.2% while the average of the Industry is at 8.1%

- Statistic report on patient visits in past 6 years from 2015 to 2019, patient volume has increased respectively. As the COVID-19 caused an impact in 2020, the OPD patient visits had an average of 3,407 patients a day, decreased at 15.5% from previous year. The IPD patient has an average of 346 patients a day, decreased at 25% from previous year.
- Patient statistic report classified by nationality which Thai patient increased at every hospitals. Samitivej Sukhumvit Hospital's Thai Patient increased from last year at 55% to 59% in 2020. Japan patient increased from last year at 16% to 17% in 2020, and other International patient decrease from last year at 29% to 24% in 2020. Samitivej Srinakarin Hospital's Thai patient increased from last year at 70% to 83% in 2020. The Arab patient decreased from last year at 15% to 13% in 2020.

2. Major Activities in 2020:

- In 2020, the COVID-19 pandemic emerged. The disease was severe and spreading rapidly. Samitivej Hospital has ensured the patient, doctor and staff safety by implementing the virus protection and disease screening measures including the cleaning of medical equipment and venue procedures etc.
- During the outbreak of the disease, the hospital facilitated a safety and convenient services to patient such as Fast Track COVID-19 Screening and Drive Thru Screening, Acute Respiratory Infection (ARI) Clinic, treatment of COVID-19 patient, Samitivej@Home Services, Home Delivery of drug and medical supply and Influenza Vaccination at home or residence services.
- The company provides Tele Medicine Services by Samitivej Virtual Hospital system and application which volume has increased gradually, especially during COVID-19 outbreak and spreading enable patient to follow up with doctor regularly without visiting the hospital onsite. Moreover, the hospital coordinated with the Royal Thai Embassy oversea in providing Tele Medicine Consultation to Thai living in oversea countries.
- Samitivej and BDMS network hospitals has donated TytoCare equipment total 200 pieces to the Government Hospitals comprised of Siriraj Hospital, Ramadhibodi Chakri Naruebodindra Hospital, King Chulalongkorn Memorial Hospital, HRH Princess Maha Chakri Sirindhorn Medical Center, Thammasat University Hospital, Department of Health Service Support, Rajavithi Hospital, Bangbua Thong Hospital, Bamrasnaradura Infectious Diseases Institute and Sichon Hospital. TytoCare is an innovation of Tele-Consultation enabling a comprehensive remote examination of heart, lungs, ears, throat, skin, heart rate and temperature etc., by conducting online real-time examination to a patient in remote location of which photo can be taken, data can be stored and retrieved. Thus the equipment is suitable for COVID-19 screening and treatment during pandemic situation, reducing risk of contagious in contact with the patient, more on reducing the usage of Personal Protection Equipment (PPE). In addition, Tytocare help solving problem in shortage of medical personal and enable patient in remote location to consult with Doctor without visiting the hospital.
- Samitivej Children Hospital has continue collaborated with Oregon Health & Science University (OHSU) USA. At the beginning of 2020, Doctors and nurses OHSU visited and provided Lectures, Team Simulation Training, to Samitivej doctors, nurses and medical personnel in Pediatric Emergency Care.
- Samitivej Sukhumvit Hospital has collaborated with Takatsuki Hospital, Japan in development of Samitivej Japanese Hospital Services. Doctor and nurse of Takatsuki came over and provided coaching and training to our medical personnel and team. As COVID-19 outbreak, Takatsuki team did not return to Japan and help providing consultation to the Japanese adult and children patient via Tele-Consultation and Email.

- Samitivej Srinakarin Hospital opened the Samitivej Active Performance Medical Center (SMAP) & Fitlab offering a rehabilitation treatment, looking after and increasing efficiency of physical capability of one who love sport and exercise including treating injuries reverting back to normal timely. Moreover, on coaching to the elderly and heart disease patient.
- Samitivej Hospitals and AIA Insurance announced a special collaboration project introducing Samitivej expertise in GI Endoscope and minimal invasive surgery for AIA insurance policy holders for both Adult and Children treatment.
- Samitivej Group has won awards “Thai Thai Life Assurance Hospital Award 2019” presented to their counterparties who effectively providing services to their policy holders comprised of :
 - First Prize Award: presented to Samitivej Sukhumvit Hospital for the “Initiative, Welcome and respond to new Innovation” category.
 - First Prize Award: presented to Samitivej Srinakarin Hospital for the “Organization Collaboration” category.
 - Third Runner Up Award: presented to Samitivej Chonburi Hospital for the “Empathic Services” Category.
- The company won the “Thailand Digital Excellence Awards 2020” for the category of “Thai Digital Champion for Business Model Innovation” presented by Thailand Management Association.
- The Company won an award of “Hospital of the Year 2020- Thailand” by Healthcare Asia organization.
- Samitivej Sukhumvit Hospital won the “Global Health Awards 2020” in the category of “Best Hospital of the Year in Thailand” presented by Global Health (Asia Pacific).
- Samitivej Sukhumvit Hospital won award of a Role Model in private hospital who conducted top most academic activities, presented by the Center of Continuing Medical Education, Ministry of Health event.
- Samitivej Hospitals continue promoting “New Life’s Fund”, the corporate responsibility project supporting the disadvantage children, comprised of 3 sub-projects i.e. “New Life New Heart”, “New life Fund for Bone Marrow” and “New Life Fund for Scoliosis”. In 2020, there was philanthropists donated fund at total Baht 5.3 Million, enable to provide heart surgery to 20 children and scoliosis surgery to 11 children without any charges.
- In the beginning of this year, Samitivej Sukhumvit Hospital conducted the re-accreditation survey for Healthcare Accreditation recertified; the surveyor leader who is an expert in quality system, addressed that operational results of Samitivej Sukhumvit Hospital is a pride of Thai”, bringing encouragement and pride to the organization and team.

The Chairman invited the shareholder to comment or make any inquiry. He assigned Mr. Jirat Jakpitaksat to gather and read all comments to the meeting, and assigned the director and management to provide clarification respectively.

Mr. Sutheera Meeinkerd, shareholder of 10,200 shares submitted 12 questions No. 1: He would like to know about the hospital patient visits volume including Fly In. Chairat Panthuraamphorn, M.D. informed that Thai patient visits has increased at the same volume as normal situation. Fly In patient decreased at 70%-80% from normal situation as the airlines stop providing International Flights services. Expat patient volume slightly increased but less than normal volume. In overall, the hospitals have continue the operation very well as the company has prepared strategic plan in advance accommodating the crisis and able to adjust the operation process promptly. No. 2: Does political situation in Myanmar impact to Samitivej Clinic in Yangon? Chairat Panthuraamphorn, M.D. informed that the Myanmar conflict is uncontrollable by the company. Samitivej International Clinic

operates only Out Patient services, and located in a safe area. The clinic continues open as usual but having less patient volume. In summary, the clinic does not get major impact from the situation.

No. 3: Does the company have any plan importing the COVID-19 vaccines? Chairat Panthuraamphorn, M.D. informed that COVID Vaccine is a sensitive issue, obtaining the vaccine is a cooperation process between government and government for an emergency used only. However, the company as a private sector has complied with the government policy relating the COVID-19 Vaccine including a distribution of the vaccine such as Sinovac and AstraZeneca etc. Lately, the government has allocated vaccine to the medical personal countrywide. Doctor and medical personnel of Samitivej Hospital has been vaccinated already. The general public's vaccine is under control of the government.

No. 4: In 2020, the company's occupancy rate was at 62% of the total patient beds. What was the rate for first 3 months in 2021? Chairat Panthuraamphorn, M.D. informed that the company's occupancy rate increased gradually; and in the case of the Return on Asset Rate (ROA), the company able to generate the utilization of asset rate close to the target. Moreover, COVID-19 epidemic started in March last year and situation was improved, later on, another severe outbreak reoccurred at the end of year. If comparing occupancy at year on year, current occupancy rate is improved from previous year.

No. 5: Digital Health Venture Co., Ltd. (DHV) is a Health Tech company, expecting to generate revenue growth but does not generate net profit in short term. Does the company has any plan to list DHV in the Stock Exchange of Thailand in order to raise capital for flexible development and innovation? Chairat Panthuraamphorn, M.D. informed that DHV just starts commencing business, acting like a Startup Company conducts a research, develop new ideas, innovate new products and services which may not succeed, or the success rate may be at 10 to 20%. Revenue and profit generation may take 2 to 3 years. Previously, DHV has develops many distinguish products in Healthcare such as Virtual Hospital, TytoCare, Engage Care, Samitivej Plus, Samitivej Prompt and Samitivej True Eye etc. Another good side is the development and innovation draw many people attention in Healthcare Innovation and development project.

No. 6: What is the current user volume of Samitivej Virtual Hospital per day? Chairat Panthuraamphorn, M.D. informed that there were about 500 users per month in the beginning stage. After the emerging of COVID-19, there were an increase in user volume to 3,000 to 4,000 users. As the situation improved, there were about 2,000 users; and expecting to increase more in future, however, depends on many factors such as number of patient who does not want to visit the hospital on site, is increasing; and the number of new generation keen on using the technology, is increasing. However, the hospital has to continue monitoring user statistic when the situation returns to normal stage.

No. 7: What is the current user volume of SKINX per day, and how many doctor practices on the platform? Chairat Panthuraamphorn, M.D. informed that the System and Application just been launched and implemented, and the company is in stage of closely monitoring the services for improving the products, thus, the statistic has not been concluded.

No. 8: As the government enforces new guideline about the quarantine period for the inbound passenger to 7 days whether the hospital gains more contact of the International patient. Chairat Panthuraamphorn, M.D. informed that the hospital has made contact with the patient all along, and provided Virtual Hospital services as deem appropriate such as Tele Rehabilitation to the Middle East patient etc. However, volume of patient via the channel of inbound passenger is very few.

No. 9: Refer to the collaboration between the company and the Origin Property Public Company Limited in development of Wellness Residence Project, what are the benefits to the company? Chairat Panthuraamphorn, M.D. informed that the collaboration project gains benefit for both parties in term of Win-Win Situation. The Origin Property has a lot of customer base or members of housing projects; the hospital can provide medical care to them and becomes member of hospital patient. For the Origin Property, will receive healthcare knowledge in development of housing residence concerning Health and well-being of their resident.

No. 10: If China re-open their country whether the company expects more Chinese fly in for services

and treatment in the second half of this year as BDMS Network has collaborated with Ping An Health Insurance. Mrs. Narumol Noi-am, Director informed that BDMS has engaged with Ping An Health Insurance since January last year. As the COVID-19 pandemic emerged, both parties still continue on collaboration. In summary of the concept, Ping An will arrange their Health Insurance Policy holders travelling to Thailand for health treatment; previously this group travelled to Europe and Singapore for services. In addition, Ping An Health Insurance recognizes that BDMS group treat COVID-19 patient very well including other disease treatment and medical care; they will send their policy holder for treatment of both Medical Care and Preventive care. In conclusion, the collaboration project is moving forward, and trusted that the Chinese will Fly In after the COVID-19 situation is improved. No. 11: What is the company's strategy to generate revenue growth at previous normal rate? Chairat Panthuraamphorn, M.D. informed that firstly: the company provides support to the community and contracted parties such as health checkup and health assistance during COVID-19 crisis which generated high spiritual value, and they became the hospitals' alliance recognizing the hospital during resume of normal stage also. Second: Business collaboration with strategic partners bringing each strength in development of business effectively. The crisis of pandemic causes impact to all sectors, thus it is very hard to conduct the stand alone business. Third: Deploying advance technology in development of services in line with changes of patient behavior amid the information technology disruption. No. 12: If classified by COE, what is the decreasing rate of patient volume in Pediatric Department including the emergency patient and Digestive System & Liver patient volume? Surangkana Techapaitoon, M.D. informed that in past year, pediatric department patient volume decreased at 30% from previous year. Emergency and accident of children cases decreased at minimal, and Digestive system & Liver of children cases decreased at 10% from previous year which most were Fly In patient. In addition, the volume of children patient of Bone & Joint cases decreased at 10% from previous year.

Mr. Staporn Phungniran, shareholder of 100 shares conveyed a thank you message to the Board, management and all staff of the organization for the 2020 company performance under the COVID-19 crisis.

A shareholder whom did not identify himself inquired about Arab patient that did not fly in for treatment, and their government has provided Medical Hub for their citizen. In a long term might has an effect to the hospital's patient base, and how does the hospital rectify this situation. Chairat Panthuraamphorn, M.D. informed that previously, Samitivej Srinakarin Hospital had Arab Patient volume at 10% of total patient base but now only at 5% of total base. During the COVID-19 crisis, the hospital has continue contacted the patient and provided Tele Medicine or Remote Health services. In considering of the Middle East market, remote health service is not in demand presently, but in 4 to 5 years ahead, remote health together with robotic surgery would be popular. Therefore, the hospital has adjusted the business plan accommodating the changes situation.

There was no further comment and question; the Chairman stated that this agenda did not require a vote; and concluded that shareholders acknowledged the report of the Board of Directors on 2020 operation results.

The meeting acknowledged the Board of Director's report on 2020 operational results.

Agenda 3 **To consider and approve the Financial Statements of year 2020**

The Chairman assigned Mr. Jirat Jakpitaksat, Chief Financial Officer, to present this agenda. Mr. Jirat proposed the shareholders to consider and approve the company and subsidiaries' Financial Statements of the fiscal year ending December 31, 2020, the copy of which shown in the Annual

Report on page no. 67 to page no. 126, distributed to shareholders together with the meeting invitation.

The statements comprised of the Balance Sheet or the Statement of financial position, Income Statement, Statement of Comprehensive Income, Statement of changes in shareholder's equity, and Statement of Cash Flow, were prepared in accordance with the general accepted Accounting Standard, reflecting the company's financial position and results correctly and completely including disclosing of the sufficient information to the user of the statements. Mr. Wichart Lokatekrawee, Auditor of EY Office Limited has certified the statements and reported without any comment either the condition, as shown on page no. 67 to 70 of the 2020 Annual Report. Then, he proposed the meeting to approve the 2020 Financial Statements. The company and subsidiaries financial position and results as of December 31, 2020 are summarized as follows:

Financial Statement	Unit: Million Baht As of December 31, 2020	
	Consolidated financial statement	Separated financial statement
<u>Statement of Financial Position</u>		
Total Assets	13,729	11,889
Total Liabilities	3,245	4,056
Total Shareholder's Equity	10,485	7,834
<u>Income Statement</u>		
Total Revenues	10,476	8,407
Total Expenses	8,601	6,768
Annual Net Profit	1,541	1,336

The Chairman invited the shareholder to comment or make any inquiry. A shareholder who did not identify herself asked about the total amount of Retained Earning. Mr. Jirat J. informed that the company's total unappropriated retained earnings as of December 31, 2020 equals to Baht 5,887.7 Million.

There was no further comment or question. The Chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the Company's and Subsidiaries' audited Financial Statement of the fiscal year ending December 31, 2020 by the following votes:

	Number of votes	Per cent
Approved	96,085,480	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

Agenda 4 To consider and approve annual 2020 profit allocation

The Chairman assigned Mr. Jirat Jakpitaksat, Chief Financial Officer, to present this agenda. Mr. Jirat stated that the Company's Dividend Payment Policy, stated that in general the company shall allocate dividend at least equals to 50% of the separated company's annual profit except the case that the Company has business expansion plan, or the case that the Company needs to utilize the capital fund, or the annual profit is a small amount not justifying to declare the dividend. In 2020, the company generated net profit (Separated Company) at Baht 1,335,794,599. -, the Board has considered and agreed as deem appropriate to allocate the 2020 net profit. Therefore, proposing the shareholder to

approve the dividend payment of the 2020 annual operating net profit results at Baht 13.- per share to the shareholder holding total 100 Million shares at total Baht 1,300 Million. The payment shall be made on April 23, 2021.

The mentioned total dividend payment of Baht 1,300 Million equivalents to 97.32% of the separated company's net profit and in accordance with the company's Dividend Payment Policy. The 2020 dividend will be paid from the company net profit subjected to pay income tax at the rate of 20%.

Furthermore, since the company has allotted total legal reserve fund met with the minimum requirement at 10% of the company registered capital at Bath 100 Million. Thus, the company does not require to allot any additional legal fund. Then, he proposes the meeting to approve.

The chairman invited shareholder to comment or making any inquiry. There was no further comment or question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the annual 2020 profit allocation as follows:

1. Approved the 2020 annual dividend payment at Baht 13.- per share, total 100,000,000 shares, at the amount total Baht 1,300,000,000.- The dividend shall be allotted from the annual operating net profit and paid on Friday, April 23, 2021
2. Approved the non-allocation of legal reserve fund since the company has already reserved fund at total Baht 100,000,000. - equals to the minimum requirement at 10% of the registered capital or equals to Baht 100,000,000. -

	Number of votes	Per cent
Approved	96,085,480	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

Agenda 5 To consider the election of new Directors replacing Directors who retire by rotation in the year 2021

The Chairman assigned Mr. Pradit Theekakul, Chairman of Nomination and Remuneration Committee, to present this agenda. Mr. Pradit proceeded that the Company's Article of Association stated that at the Annual Shareholder Meeting, number of Directors must retire from the office at the rate equals to one-third of the total number of the Board. Currently, there are 8 members of the Company Board of Director, thus 3 directors will be retired by rotation in year 2021 comprised of the following directors:

1. Mr. Kraithip Krairiksh Independent Director and Director of Audit Committee
2. Mrs. Narumol Noi-am Director
3. Surangkana Techanpaitoon, M.D. Director

The Nomination and Remuneration Committee considered the qualification of director in various aspects i.e. knowledge, competency, career experience, well known, understanding of the Company's business, conflict of interest in the Company and Subsidiaries as well as the composition of the Board's in term of knowledge, expertise and experience in overall and proposed to the Board.

The Board considered and agreed with the Nomination and Remuneration Committee recommendation proposing the Shareholder to re-elect the 3 retiring directors serving for another term.

Moreover, the Boards having an opinion that Mr. Kraithip Krairiksh who is a qualified person. Mr. Kraithip has been serving as Independent Director for 4 terms; he has completed his duty and being independent effectively. Thus, as he resuming the position for another term, he will carry on being Independent role effectively. Moreover, Mrs. Narumol Noi-am is holding a position of Director in the Bangkok Dusit Medical Center Public Company Limited, a major company which operates the same healthcare business but does not have any conflict of interest or competition with the company. The Biography of 3 nominated directors shown in the enclosure of the meeting invitation letter.

Mr. Pradit invited the shareholders to comment or make any inquiry. There was no further comment or question; he proposed the meeting to resolve and conducted vote casting individually.

Resolution:

The meeting approved to elect the 3 directors retiring serving for another term by the following votes:

(1) Mr. Kraithip Krairiksh

	Number of votes	Per cent
Approved	96,085,379	99.9998
Disapproved	101	0.0001
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

(2) Mrs. Narumol Noi-am

	Number of votes	Per cent
Approved	96,085,380	99.9998
Disapproved	100	0.0001
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

(3) Surangkana Techanpaitoon, M.D.

	Number of votes	Per cent
Approved	96,085,380	99.9998
Disapproved	100	0.0001
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

Agenda 6 To consider and approve the director's remuneration of year 2021

The Chairman assigned Mr. Pradit Theekakul, Chairman of Nomination and Remuneration Committee, to present this agenda.

Mr. Pradit proceeded that to reciprocate the Board dedication in managing the company to grow and success as per the Board of Director's report in aforementioned agenda. The Board has considered a recommendation of the Nomination and Remuneration Committee who has thoroughly considered the remuneration based on major criteria such as duty and responsibility of the board, company's operational results, total number of the board member, economic situation and the Board remuneration survey of the organization in the same sector etc., and agreed to propose the meeting approving the annual 2021 director's remuneration as follows:

1. The Board of Director Remuneration:

- (1) Gratuity : Approval the gratuity payment at total Baht 14,000,000.- which equals to 0.13% of 2020 total revenue and such amount shall be allocated by the board members among themselves
- (2) Meeting allowance : Approval of the Boards' meeting allowance as the followings:
- The Chairman shall receive allowance at Baht 52,500.- per meeting
 - The Directors shall receive allowance at Baht 35,000.- per meeting
- (3) Medical Expense : Approval the Medical Expense Allowance for outside directors who are not the executives or employees under employment contract of the Company and/or the Network Company within a limit of Baht 3 Million per person per year where the treatment be provided at Samitivej Sukhumvit Hospital and/or Samitivej Srinakarin Hospital (Term of one year period is counted from the AGM to next AGM)

2. Sub-Committee Remuneration: Approval the Sub-Committee Meeting Allowance as the Followings:

- (1) The Audit Committee Meeting Allowance:
- The Chairman shall receive allowance at Baht 30,000.- per meeting
 - The Directors shall receive allowance at Baht 20,000.- per meeting
- (2) The Nomination and Remuneration Committee and Other Committees
- The Chairman shall receive allowance at Baht 30,000.- per meeting
 - The Directors shall receive allowance at Baht 20,000.- per meeting

The chairman invited shareholder to comment or making any inquiry. A shareholder who did not identify himself asked about how often that the Board and the Committees hold the meeting in a year. Mr. Pradit T. informed that the Board of Directors holds a meeting at every 2 months or 6 meetings in a year, the Audit Committee holds a meeting every quarter or at the average of 4 times a year, and the Nomination and Remuneration Committee holds a meeting at least once a year. In a case of any emergency or there was an important matter, the Board will call a special meeting as appropriate. There was no further comment or question; he proposes the meeting to resolve.

Resolution:

The meeting unanimously approved the director's remuneration of year 2021 as follows:

1. The Board of Director Remuneration:

- (1) Gratuity : Approved the gratuity payment at total Baht 14,000,000.- and such amount shall be allocated by the board members among themselves
- (2) Meeting allowance : Approved of the Boards' meeting allowance as the following

Position	Meeting allowance
Chairman	52,500.- Baht / meeting
Director	35,000.- Baht / meeting

(3) Medical Expense : Approved the Medical Expense Allowance for outside directors who are not the executives or employees under employment contract of the Company and/or the Network Company within a limit of Baht 3 Million per person per year where the treatment be provided at Samitivej Sukhumvit Hospital and/or Samitivej Srinakarin Hospital (Term of one year period is counted from the AGM to next AGM)

2. Sub-Committee Remuneration: Approved the Sub-Committee Meeting Allowance as the Followings:

Position	Audit Committee	Nomination and Remuneration Committee and Other Committees
Chairman	30,000 / meeting	30,000 / meeting
Director	20,000 / meeting	20,000 / meeting

By the following votes:

	Number of votes	Per cent
Approved	96,085,480	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	100

Agenda 7 To consider appointment of the company's auditors for the fiscal year 2021 and fix remuneration for the auditors

The chairman assigned Mr. Somchat Intrathut, the Chairman of Audit Committee to present details of the agenda. Mr. Somchat referred to the Audit Committee's consideration of the 2021 auditor appointment, concerning the qualification of the Auditor including the Audit Firm based on major criteria comprised of knowledge, experiences, ability and reliability of the auditor and the firm, independence of the auditor and the firm, working time contributed to the company, past performance, the justification of proposed remuneration comparing to other listed company at the same business size including capacity in providing services to the company and the network on overall. More on the relationship either nor conflict of interest with the company, subsidiaries, management, major shareholder or related persons of the fore mentioned parties.

The Board of Directors agreed with the Audit Committee's recommendation to propose the shareholder considering the appointment of the certified auditors of EY Office Limited to be the Company's Auditors for the fiscal year ending December 31, 2021 comprised of the following auditors:

- | | |
|--------------------------------|---|
| 1. Mr. Wichart Lokatekrawee | Certified Public Accountant No. 4451 and/or |
| 2. Ms. Kamoltip Lertwitworatep | Certified Public Accountant No. 4377 and/or |
| 3. Mr. Samran Taengcham | Certified Public Accountant No. 8021 |

Furthermore, to fix the auditors remuneration at total Baht 1,582,000. - which is the same rate as previous year. The auditor's past two years remuneration were illustrated in the meeting invitation letter. Then, he proposed the meeting to consider.

The chairman welcomed the shareholders to comment or make any inquiry. There was no question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously appointed the auditors of EY Office Limited comprised of Mr. Wichart Lokatekrawee Certified Public Accountant No. 4451 and/or Ms. Kamoltip Lertwitworatep, Certified Public Accountant No. 4437, and/or Mr. Samran Taengcham Certified Public Accountant No. 8021 to be the Company's auditors for the fiscal year 2021 having total remuneration of Baht 1,582,000.- by the following votes:

	Number of votes	Per cent
Approved	96,085,480	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total	96,085,480	

Agenda 8 Other business (if any)

None

The chairman stated the meeting has transacted all agendas listed in the meeting invitation letter; and he welcomed the shareholder to discuss any general topic, comments or suggestions. Then, assigned Mr. Jirat Jakpitaksat to gather and read all comments to the meeting; and assigned the director and management to provide clarification respectively.

Mr. Teerapat Nicmanond, shareholder of 1 share request a progress report and market respond of Tele Medicine and Tytocare, and asked whether the mentioned equipment has been utilized at the BDMS network hospitals. More on any new business development such as Teledoc whether using as an in-house among the BDMS network. Lastly, does the company register for the Patent License? He admired the concept of using such equipment for Home Care services. Chairat Panthuraamphorn, M.D. clarified that the TytoCare technology was developed by the Israel, and the company is a sole distributor in Thailand. BDMS network hospital also uses the equipment for treating their patient such at the Mobile Clinic servicing their contracted companies where they do not have a infirmarium rooms neither nor doctor attending. They use TytoCare to communicate with the hospital's doctor for consultation. Nevertheless, the company has to continue on development of new products competing with the advance technology; and the TytoCare will be obsoleted soon in the future.

Mr. Sutheera Meeinkerd, shareholder of 10,200 shares asked whether Samitivej Hospitals and BDMS Network have more collaboration with the Insurance company in order to ease out Thai citizen of the economic impact. The patient who has health insurance seems to be less worry than Self Pay patient. Mrs. Narumol Noi-am clarified that BDMS Network Hospital has collaborated more with the Insurance in past 2 years; lately, has launched an Exclusive Insurance coverage for the treatment only at the BDMS Network Hospitals comprised of Bangkok Hospitals, Samitivej Hospitals, Phayathai Hospitals, and Paolo Hospitals at about 50 hospitals in total. The Exclusive Insurance Policy will promote more Thai Patient for both OPD and IPD services. Presently, people has concerned more on their health including health Insurance. The collaboration with the Insurance promotes Win-Win Situation for three parties comprised of the patient, the hospital and Insurance Company. In addition, the hospital introduces a worthwhile package for patient's option. Currently, the Network is in process of preparing new Insurance policy offering more value. Thus this is one of a measure promoting the Thai in concerning about their health.

Mrs. Kamothip Lengpanich, a shareholder of 399 shares suggested that as the company has retaining net profit at Baht 4,100 Million, the company should declare more amount of dividend. The chairman thanked the shareholder and will take her suggestion into consideration as deem appropriate. Furthermore, Mrs. Kamothip inquired whether the company operates a special clinic for COVID-19 quarantine process. Chairat Panthuraamphorn, M.D. informed that the hospital provides COVID-19 patient treatment according to the Ministry of Health conditions such

as provides a separated venue and treatment of COVID-19 patient from the general patient. For Alternative State Quarantine (ASQ), the hospital collaborates with several hotels in providing such services, in line with the government requirement at 14 days quarantine period, and the government is also monitor the hospital and the hotel operation as well.

Last question of Mr. Sutheera Meinkird, a shareholder of 10,200 shares asked about the interim dividend payment, as the company did not declare an interim dividend payment of year 2020 whether the company will declare 2021 interim dividend if the COVID-19 situation is improved. Mrs. Narumol informed that the Dividend payment is considered according to the dividend policy, based on the annual operational results including the business expansion plan and the capital funding requirement. The company will consider for 2021 Interim Dividend payment in many factors as deem appropriate including the impact of the COVID-19 situation.

There was no further comment or any inquiry; the Chairman declared the meeting adjourned and thanked shareholders for attending the meeting and provided support to the company business all along as the company is moving forward to the 42 year of business operation. The Board of Directors will implement the meeting's resolutions achieving the objectives accordingly.

The meeting was adjourned at 14.40 hours.

.....(signed).....
(Mrs. Nartsupa Chaiyakul)
Recorder

.....(signed).....
(Prof. Dr. Somchai Richupan)
The Chairman of the Meeting