

- Translation -  
Minutes of Extraordinary General Meeting of Shareholders No. 1/2006  
of  
Bumrungrad Hospital Public Company Limited

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The Extraordinary Shareholders Meeting No. 1/2006 was held on 15 May 2006 at 19.00 hours at Conference Center on 12th floor, Bumrungrad Hospital Building, No. 33/3 Sukhumvit Road Soi 3 (Nana Nua), Wattana, Bangkok.

Mr. Chai Sophonpanich was the Chairman of the Meeting and announced that there were 128 shareholders holding a total of 319,604,615 shares present at the meeting in person and by proxy, accounting for 43.78% of the paid-up shares of the Company, and therefore constituting a quorum of the meeting. The meeting was declared open for the following agenda:

**Agenda 1 Consideration the adoption of the minute of Annual General Meeting of Shareholders no. 13/2006**

The Chairman proposed the minute of the Annual General Meeting of Shareholders no. 13/2006, which was held on 26 April 2006, for consideration.

**Resolution:** A shareholder proposed that the Company should record shareholders' enquiries in the minutes of the meeting. The Chairman accepted such comment. The minute of the Annual General Meeting of Shareholders no. 13/2006 was then considered and **unanimously adopted**.

**Agenda 2 Consideration and approval of the waiver of the right to subscribe to the 1,176,469 shares of BIL and BIL shall offer such shares to Bangkok Bank Public Company Limited which is a connected transaction**

The Chairman informed the shareholders' meeting that the Company will waive the right to subscribe to Bumrungrad International Company Limited's (BIL) new shares of 1,176,469 shares to allow Bangkok Bank Public Company Limited to subscribe such shares. The shareholding of Bangkok Bank Public Company Limited, together with its wholly owned subsidiary, Sinnsuptawee Asset Management Company Limited, results in Bangkok Bank Public Company Limited being the Company's major shareholder. Therefore, the waiver of the right to subscribe to BIL's new shares and the offer of such shares to Bangkok Bank Public Company Limited is a connected transaction and is subject to approval of the Company's shareholders' meeting with affirmative votes of not less than three-fourths of total votes of the attending shareholders and eligible votes, excluding the shareholders having conflict of interest, which are Bangkok Bank Public Company Limited and Sinnsuptawee Asset Management Company Limited with 47,899,765 shares and 88,258,514 shares respectively (total 136,158,279 shares).

**Resolution:** A shareholder asked for the reason to have Bangkok Bank Public Company Limited as an investor in BIL. The Chairman explained that the bank has regional branches and has the potential to support the expansion of BIL, while the Company remains the major shareholder of BIL. The Chairman then summarized the information of other strategic partners and asked the meeting to consider. The shareholders' meeting considered and resolved to approve the waiver of the right to subscribe to the 1,176,469 shares of BIL to allow BIL to offer such shares to Bangkok Bank Public Company Limited which is a connected transaction, as per the Chairman's proposal, with 174,304,636 votes, which is not less than three-fourths of total votes of the attending shareholders and eligible votes. In this agenda, there were 253,700 shares that disagreed and 8,888,000 shares that abstained.

**Agenda 3 Consideration and approval of the appointment of His Excellency Sultan Ahmed Bin Sulayem as a director of the Company**

The Chairman proposed that the meeting appointed His Excellency Sultan Ahmed Bin Sulayem as a new director of the Company, The Chairman replied to shareholders' enquiries that the proposed director is an important person in many businesses in Dubai.

**Resolution:** After consideration, the shareholders meeting approved by majority vote to appoint His Excellency Sultan Ahmed Bin Sulayem as a new director of the Company. In this agenda, there were 8,888,000 shares that abstained.

**Agenda 4 Consideration and approval of the amendment of clause 13.2 of the Article of Association of the Company**

The Chairman proposed that the meeting considered the amendment of clause 13.2 of the Company's Article of Association to allow foreign strategic partners to have an opportunity to invest in the Company for the benefit of future expansion of the Company. This agenda is subject to affirmative votes of not less than three-fourths of total votes of the attending shareholders and eligible votes

**Resolution:** After consideration, the shareholders meeting unanimously approved the amendment of the Company's Article of Association to be as follows:

- "Clause 13            Transfer of shares shall be permitted without any conditions unless
- 13.1            The transfer of shares causes the Company to incur the loss of lawful rights and benefits;
  - 13.2            The transfer of shares causes foreigners to hold the Company shares in the aggregate amount exceeding 49 percent of the total issued shares of the Company"

Agenda 5 Others (if any)

None

The Meeting was adjourned at 20.00 hours.

Signed ..... Chairman of the Meeting  
Mr. Chai Sophonpanich