



## Securities Trading Policy

In order to set out the criteria and guidelines on securities trading by directors, executives and employees of Bangkok Dusit Medical Services Public Company Limited (the “Company”) and its subsidiaries (collectively referred to as “Company Group”) to be transparent in accordance with Good Corporate Governance Principles, the Company has; therefore, prepared and put in place the securities trading policy as a mutual guideline.

### Scope

This Policy shall apply to all directors, executives and employees of the Company Group, including their spouses (or cohabitee couples) and children under a certain age in relation to any trading of securities issued by the Company which are listed on the Stock Exchange of Thailand.

### Definitions

Any words and expressions listed below in this Policy shall have the following meanings unless being explicitly determined or explained otherwise:

1. “Securities” mean ordinary shares issued by the Company which are eligible for trading in the Stock Exchange of Thailand, including financial instruments or equity instruments which may be issued in the future, such as preference shares, stock options, derivatives (for example; futures and options), stock or debenture warrants (Warrants) which are listed on the Stock Exchange of Thailand;
2. “Trading” includes buying, selling, transferring, or accepting any transfer of the beneficial or legal interests in securities as well as the exercise of rights concerning stock options or warrants;
3. “Inside Information” means any material information which may lead to any changes to the price of securities which has not been disclosed to the public. Examples of Inside Information are as indicated below:
  - (a) information of the Company’s operating results
  - (b) entering into any joint ventures, mergers or cancellation of such joint venture or merger;
  - (c) acquisition or disposition of material assets of the Company;
  - (d) making a tender offer for another company's securities or cancelling such tender offer;
  - (e) the declaration or omission of dividends , the declaration of earnings ;
  - (f) any changes of the par value of ordinary shares;
  - (g) the issuance of new shares to the public or any individual;

- (h) the call for redemption of the Company's securities or initiation of treasury stock;
  - (i) any changes in control of the Company or any material changes in the Board of Directors and its top tier management;
  - (j) acquisition or loss of any material commercial contracts;
  - (k) the launch of any important products, the significant development of any resources, technologies, products and marketing which is significant impact to the Company's financial status and overall operation;
  - (l) the borrowing of a significant amount of funds which would have an impact on the Company's financial status and overall operation;
  - (m) any material changes in Capital Expenditures plan (CAPEX)
  - (n) any changes in the Company's objectives which incur a significant impact on its financial status and overall operation;
  - (o) any legal disputes which are deemed significant;
  - (p) any material disputes relating to labor, sub-contractors, suppliers of the Company;
  - (q) any material changes in accounting policies which incur a significant impact on the Company's financial status and business operation;
  - (r) any other material operations or information which may incur an impact on securities price and Net Asset Value (NAV) of the Company;
4. "First-four-top-ranking executives" mean the executives as per the definition set forth by the Notification of the Capital Market Supervisory Board No. TorJor. 23/2551, such as managing directors (referring to those who take the position as the chief executive officers as determined by each company), those who take the position as the first-four-top-ranking executive officers succeeding the managing directors, those who take the position equivalent to the fourth-ranking executive officers, including those who take the position as the chief accounting or financial officers.

In addition, the Company Secretary shall be in charge of reporting the name lists of the first-four-top-ranking executives of the Company as per the definition set forth by the Capital Market Supervisory Board to those in such position.

#### **Duties and Responsibilities**

1. The Board of Directors of the Company shall be in charge of regulating and overseeing this policy in order to ensure that all directors, executives and employees will comply with the criteria and guidelines on trading of securities issued by the Company as set out.
2. All executives are responsible for ensuring that their subordinates will understand and comply with this policy.
3. The Company Secretary shall be in charge of coordinating to ensure a strict compliance of this policy as well as providing explanation in a case where any queries arise.
4. All directors, executives, and employees shall strictly comply with this policy as well as communicate this policy to their spouse (or cohabitee couples) and children under a certain age.

## **Policies and Guidelines**

### **1. Prohibition on Trading Securities by Using Inside Information**

All directors, executives and employees shall comply with the prohibition on trading securities by using inside information which prohibits any persons from purchasing or selling or making an offer to purchase or sell, or suggesting any other persons to purchase or sell securities issued by the Company which are listed on the Stock Exchange of Thailand, whether directly or indirectly, in the manner that may take advantage of outsiders, based on the facts material to any changes of the price of the securities issued by the Company which have not been disclosed to the public and may have come to his or her attention and whether such action is committed either for their own interest or that of others, or disclosing such facts to others for the purpose of committing such action.

### **2. Designated Persons**

2.1 “Designated Persons” mean any persons taking the position and/or having a duty to attain knowledge of inside information of the Company (including their spouses and children under a certain age) such as:

- (1) directors;
- (2) the first-four-top-ranking executives;
- (3) Chief Executive Officers and Deputy Chief Executive Officers Group 1-6 and Group 7.1-7.2;
- (4) Chief Financial Officers Group 1-6 and Group 7.1-7.2;
- (5) executives and employees in the Company Secretary Department, Investor Relations Department, and Accounting and Finance Department being in charge of the financial statements;
- (6) those who have access to the Company’s inside information and overall operation of the Company.

2.2 The Company Secretary shall be in charge of updating the list of the names of Designated Persons and inform such persons when being added to or removed from the list.

### **3. Blackout Period and Quiet Period**

3.1 All designated persons are prohibited from trading the Company’s securities and providing information for the period of thirty (30) days prior to the disclosure of the quarterly and annual financial statements, or during any other periods to be determined by the Company from time to time pursuant to any material circumstances and will be able to trade securities after such information has been disclosed to the public.

3.2 The Company Secretary shall be in charge of announcing the blackout period and the quiet period in advance and providing a reminder on the day before the commencement of the

blackout period of each quarter in order to ensure that the designated persons have acknowledged the blackout period and complied with such criteria.

#### **4. Reporting of Changes in Securities Holding**

The designated persons shall report any changes in the holding of the Company's securities within three (3) business days from the date of trading such securities as indicated below:

4.1 In case of the directors and the first-four-top-ranking executives, the report on the changes to securities holding shall be prepared and disclosed to the Office of the Securities and Exchange Commission (the "SEC") in accordance with Section 59 of Securities and Exchange Act, B.E. 2535 by the submission via the SEC's electronic filing system.

4.2 In case of the designated persons excluding directors and the first-four-top-ranking executives, the changes shall be reported to the Company Secretary, except in the case that such securities trading has been performed by the Company Secretary, such changes to securities holding shall be reported to the President. (Reporting Form is as per the attachment.)

#### **In case of queries**

If any directors, executives, or employees have any questions or queries with respect to this policy, or are not sure whether which significant inside information has been disclosed or not, or are not certain about when they will be able to trade securities in any specific circumstances, should contact the Company Secretary for guidance.

#### **Violation of this Policy**

Any directors, executives, or employees violating this policy may be punished in accordance with the rules and regulations of the Company as deemed appropriate and may also be subject to criminal and civil liabilities as set forth under the Securities and Exchange Act, B.E. 2535 and its amendments.

#### **Relating Policy**

Directors, executives and employees should endeavor to understand this policy together with other policies and handbooks of the Company as follows:

1. Corporate Governance Policy;
2. Code of Conduct and Whistleblower Policy;
3. Supervision of Using Inside Information Policy;
4. Corporate Information Disclosure Policy

This policy on securities trading shall be effective from 1 January 2021 onwards.

Announced on 24 December 2020

รายงานการเปลี่ยนแปลงการถือหลักทรัพย์ของ บริษัท กรุงเทพดุสิตเวชการ จำกัด (มหาชน)  
 Report on Changes of Securities Holding in Bangkok Dusit Medical Services Public Company Limited

จัดทำโดย .....(ชื่อ).....ตำแหน่ง.....

Reported by: ..... (Name).....Position: .....

รายงาน ณ วันที่ / Reporting date: .....

ชื่อผู้ถือหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า <sup>1</sup> Name of securities / derivatives holder	ประเภทหลักทรัพย์และสัญญาซื้อขาย ล่วงหน้า Types of securities and derivatives	วันที่ทำการ Transaction date	จำนวนหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า ที่ ถือก่อนวันที่ ทำการ No. of securities and derivatives held before transaction date	การทำการ (Transaction)		จำนวนหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า ที่ถือตั้งวันที่ทำการ No. of securities and derivatives held after transaction date	ทำการผ่าน บด. .... Transaction executed by (Specify broker's name)
				จำนวน (Amount)	ราคาเฉลี่ย (Average price)		
ผู้จัดทำ / Reporter	หุ้นสามัญ (common share)						
	หุ้นบุริมสิทธิ (preferred share)						
	ใบสำคัญแสดงสิทธิที่จะซื้อหุ้น (warrant)						
	หุ้นกู้แปลงสภาพ (convertible debenture) <sup>a</sup>						

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ชื่อผู้ถือหลักทรัพย์และสัญญาซื้อขายล่วงหน้า / Name of securities / derivatives holder	ประเภทหลักทรัพย์และสัญญาซื้อขายล่วงหน้า / Types of securities and derivatives	วันที่ทำการการ / Transaction date	จำนวนซื้อขายล่วงหน้า ที่ถืออยู่ก่อนวันที่ทำการการ / No. of securities and derivatives held before transaction date	การทำการการ (Transaction)		จำนวนหลักทรัพย์และสัญญาซื้อขายที่ถือหลังจากวันที่ทำการการ / No. of securities and derivatives held after transaction date	ทำการการผ่าน บค. .... / Transaction executed by (Specify broker's name)
				จำนวน (Amount)	ราคาเฉลี่ย (Average price)		
คู่สมรส หรือผู้ที่อยู่กินด้วยกันฉันสามีภริยา / Spouse / cohabiting couple ชื่อ / Name	หุ้นสามัญ (common share)						
	หุ้นบุริมสิทธิ (preferred share)						
	ใบสำคัญแสดงสิทธิที่จะซื้อหุ้น (warrant)						
บุตรที่ยังไม่บรรลุนิติภาวะ / Minor child ชื่อ / Name	หุ้นบุริมสิทธิ (preferred share)						
	ใบสำคัญแสดงสิทธิที่จะซื้อหุ้น (warrant)						
	หุ้นกู้แปลงสภาพ (convertible debenture)						

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ชื่อผู้ถือหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า Name of securities / derivatives holder	ประเภทหลักทรัพย์และสัญญาซื้อขาย ล่วงหน้า Types of securities and derivatives	วันที่ทำการ Transaction date	จำนวนหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า ที่ถือ ทำการ No. of securities and derivatives held before transaction date		ทำการ (Transaction) ราคาเฉลี่ย (Average price)		จำนวนหลักทรัพย์และ สัญญาซื้อขายล่วงหน้า รายการ No. of securities and derivatives held after transaction date	ทำรายการผ่าน บล. .... Transaction executed by (Specify broker's name)
			จำนวน (Amount)	จำนวน (Amount)	จำนวน (Amount)	จำนวน (Amount)		
นิติบุคคลซึ่งจัดทำ / ผู้ สมรสหรือ ผู้ที่อยู่คนเดียวกับ คนสามภริยา และบุตร ที่ยังไม่บรรลุนิติภาวะ ถือหุ้นรวมกันเกิน ร้อยละ 30 ของจำนวนสิทธิ ออกเสียงทั้งหมด และมี สัดส่วนการ ถือหุ้นมากที่สุดใ นิติบุคคลนั้น Juristic person which reporter/ spouse /minor child hold more than 30% of the total voting rights and have the largest shareholding in that juristic person.	หุ้นสามัญ (common share)							
	หุ้นบุริมสิทธิ (preferred share)							
	ใบสำคัญแสดงสิทธิที่จะซื้อหุ้น (warrant)							
	หุ้นกู้แปลงสภาพ (convertible debenture)							

ลงชื่อ / Signature of reporter .....

ตำแหน่ง / Position .....

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