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Ref. 01/19/2016

April 28, 2016

Subject: Disclosure of Information Memorandum regarding the Connected Transaction

Attention: President

The Stock Exchange of Thailand

As the resolution of Board of Directors of Bangkok Airways Public Company Limited No.5-2016 held April 28, 2016 approved aircraft ATR72-500 charter for Bangkok Dusit Medical Services Public Company Limited or its subsidiary. The details are as follows:

**Information Memorandum regarding the connected transaction**

**Bangkok Airways Public Company Limited**

**Title: Aircraft ATR72-500 charter for Bangkok Dusit Medical Services Plc or its subsidiary**

**1. Transaction Date**

Within 2016 after approval from Board of Directors of Bangkok Airways Plc. No.5-2016

**2. Parties Involved**

Lessor : Bangkok Airways Plc. ("BA")

Lessee : Bangkok Dusit Medical Services Plc. ("BDMS") or its subsidiary

**3. General characteristics of transaction**

BA may enter into an aircraft charter agreement with BDMS or its subsidiary to charter an aircraft model ATR72-500 for 3 years. The charter fee is Baht 100,000 per flight hour with 1,440 minimum flight hours per year. The total contract value is Baht 432 million which transaction size equal to 1.43 percent of the net tangible assets of BA and its subsidiaries as shown in the latest audited consolidated financial statement as of 31 December 2015.

**4. Total value and criteria used in determining a transaction's total value**

(Information of company financial statement as December 31, 2015)

- Net Tangible Asset (NTA)	30,168.95	Million Baht
- Amounts of loan and interest received	<u>432.00</u>	Million Baht
- Transaction Size	<u>1.43</u>	percent of NTA

**5. Details of connected person**

1. Mr. Prasert Prasarttong-Osoth is a director and major shareholder of BA and BDMS
2. Miss. Poramaporn Prasarttong-Osoth is major shareholder of BA a director of BDMS
3. Mr. Pradit Theekakul is a director of BA and BDMS
4. Mr.Sripop Sarasas is a director of BA and BDMS
5. Mrs.Narumol Noi-am is a director of BA and Chief Financial Officer of BDMS

**6. To attend and vote at Directors meeting as connected person**

Directors with conflict of interest (follows no.5) not attend and votes in Board of Directors meetings for consideration on such agenda.

**7. Characteristics and scope of interests of connected person**

This transaction which enter into connected transaction which size exceed to 0.3 percent but not exceed to 3 percent of the net tangible assets of BA and subsidiary follows Regulation of The Stock Exchange of Thailand in the title of Disclosure of information and other Acts of listed company in connected transaction B.E.2547 in type of assets and services which approved by Board of Directors and disclose those transaction to The Stock Exchange of Thailand but no need to be approved by shareholders meeting.

8. Opinion of the Audit Committee and the Board of Directors

The Audit Committee and Board of Directors, who are not connected parties and/or parties with vested interests, have considered that this connected transaction is appropriate and beneficial to the company 's expansion plan on the airlift medivac an facilitate the development of Thailand 's medical industry. Besides the criteria used to determine the fair value of the transaction is reasonable and conformed to the market price.

Please be informed accordingly.

Sincerely yours,

A handwritten signature in blue ink, consisting of stylized, overlapping loops and lines.

(Ms. Tresarun Sitakalin)

Company Secretary

Bangkok Airways Public Company Limited