

December 7<sup>th</sup>, 2017

To : Managing Director

The Stock Exchange of Thailand

Re : The Disposition of Land in subsidiary company

The board of directors' meeting of Ramkhamhaeng Hospital Company Limited held on December 7<sup>th</sup>, 2017 resolved that the subsidiary company (R-Plus) will dispose land. The board of directors had former agreement of October 9<sup>th</sup>, 2013 that it is the joint investment of the purpose of establish a hospital 100 beds on Petchaburi road in Bangkok Province. This project has purchased the land at first amount 2 rai 154.2 square yards at value 866 million baht , second amount 1 rai 321.9 square yards at value 650 million baht and has lease contract for land amount 1 rai 82.8 square yards at value 121 million . Now, someone contracts to purchase land and the copany make decision to sell for receive high benefit. So, the company will remain only land with lease contract for operating business. The details of transaction are as follow.

1. Date of transaction.

With in December, 2017

2. Parties involved

**Buyer : 1. A P M E 6 Company Limited** will purchase 3 rai 159.9 square yard

**Details of shareholders**

	<u>Number of Shares</u>	<u>%registered share</u>
AP (Thailand) Public Company Limited	99,997	100
Mr.Anupong Assvabhokhin	1	0.00
Mr.Pichet Vipavasuphakorn	1	0.00
Mr.Wasan Naruenatpaisal	<u>1</u>	<u>0.00</u>
	<u>100,000</u>	<u>100</u>

**2. R C 1 Company Limited will purchase 80 square yard**

**Details of shareholders**

<u>Name</u>	<u>Number of Shares</u>	<u>%registered share</u>
Sigma Advisory Partner Co.,Ltd.	49,997	100
Mr.Wissanu Suchatlampong	1	0.00
Miss Kittiya Pongpuchaneekul	1	0.00
Mr.Banpot Khlkychang	<u>1</u>	<u>0.00</u>
	<u>50,000</u>	<u>100</u>

**Seller : R-Plus Company Limited.**

**Details of shareholders**

<u>Name</u>	<u>Number of Shares</u>	<u>%registered share</u>
Ramakhamhaeng Hospital Public Co.,Ltd.	24,999,999	50
Synphaet Co.,Ltd.	24,999,998	50
Mr.Sithi Panupatanapong	1	0
Mrs.Panida Panupatanapong	1	0
Mr.Chamnan Chanapai	<u>1</u>	<u>0</u>
	<u>50,000,000</u>	<u>100</u>

The buyer and seller are not connecting and relating according to The Stock Exchange of Thailand's.

3. Total value of consideration

The payment will be made in cash for a total amount of million baht 2,577.82 and 14 by installment.

4. Basis used in determination of the value of consideration.

It is agreement between buyer and seller. The company considers the price from nearby area and pays back at preferable price.

This land sell and purchase agreement has condition that if the man who purchases cannot establish large building because of environment problem and others from government, this contract will be cancelled and the seller will return deposit or deposit with interest at commercial bank rate.

5. The expected benefit to the company

The company will receive profit from this transaction because of selling price is higher than cost.

1,075.82 ( 2,591.82-1,516) million baht. The company will keep it for operating and developing company.

The budget for this project is in consideration and the company will inform in the future.

6. The transaction is Disposition of Asset of Listed Companies, the size of the transaction is 16.83% of total value of the consideration given or received. The size of the transaction is at least 15 percents, but is less than 50 percents, the company must, after terms have been agreed, immediately notify SET and then 21 days of notifying SET, send a notice to all shareholders.

### Calculation of transaction size

The size of this transaction was calculated under the acquisition and disposal methods as follows:

Method	Calculation	Transaction Size (percent)
1.Asset Value Method (NTA)	$\frac{\text{NTA of the invested funds} \times \text{proportion of the assets acquired}}{\text{Company's NTA}}$	-
2.Net Profit Method	$\frac{\text{New profit of the invested funds} \times \text{proportion of the asset acquired}}{\text{The Company's net profit}}$	-
3.Aggregate Value of Returns Method	$\frac{\text{Value of acquired assets}}{\text{Net value of the Company's assets}}$	16.83
4.Aggregate Value curities Method	$\frac{\text{Number of shares issued to pay for assets}}{\text{All the Company's issued and paid-up shares}}$	Impossible to calculate as no shares were issued for this purchase

From the calculations above, the largest size of this transaction was 16.83 percent, as calculated from the aggregate Value of Returns Method.

#### 7. Board' Opinion

The board of director have opinion that it is suitable to dispose land because the company can sell at good and suitable price.

#### 8. Opinion of the company's audit committee and for director while are different from the opinion of the board of director (No)

Yours Faithfully,

(Dr. Chamnan Chanapai)

Managing Director