



Ref: No 49/2023

October 17, 2023

Subject : Notification of the connected transaction regarding the receipt of financial assistance (Revise)
To : The President
The Stock Exchange of Thailand

The Board of Directors meeting No.5/2023 held on October 17, 2023 passed to approved the company to receive financial assistance from connected persons by issuing the promissory notes to specific persons no more than amount 10 bills in the amount not exceeding THB 50 million , maturity 3 years issuing date November 1,2023 – October 31,2026 ,rates of interest 2.90% and entered into a 3 years long term loan agreement in the amount 425 million Baht, totaling the amount received financial assistance in the amount 475 million Baht for renew the promissory notes that due date on October 31,2023 . The details of the transaction are as follows:

1. The date on which the transaction occurred

November 1, 2023

2. The parties involved

The person who granted financial assistance : Company and Connected persons.

Issuer : Vibhavadi Medical Center Public Company Limited.

3. The general characteristics of the transaction

Type of transaction : Connected transaction regarding the receipt of financial assistance

Consideration criteria : Net Tangible Asset (NTA)

Transaction size : 0.365% of NTA (Reviewed financial as at June 30, 2023 NTA amount 11,316,478,920 Baht)

4. Details of the transaction

4.1 Promissory notes

Name of issuer : Vibhavadi Medical Center Plc.

Nature of financial assistance : Promissory notes

Total value of the assistance : not more than 50,000,000 Baht

Rate of interest : 2.90 % per annum

Terms of interest payment : 3 months
Maturity : 3 years
Maturity date : November 1, 2023 - October 31, 2026

4.2 Long term Loan

Name of issuer : Vibhavadi Medical Center Pcl.
Credit facility : Long term Loan in amount THB 425,000,000 million (no collateral)
Rate of interest : 2.90% per annum
Terms of interest payment : 3 months
Maturity : 3 years
Maturity date : November 1, 2023 - October 31, 2026

5. The details of connected persons and of related persons

5.1 Mr.Pisuth Viriyamettakul 4.344% shares held as the son of Mr.Chaisith Viriyamettakul, a Chairman of executive director and Director of VIBHA 15.00% shares held.

5.2 Mrs.Borwornpan Rattaprasert none% shares held as a Director of VIBHA.

5.3 V.precision Co.,Ltd. as the subsidiary companies holds 70% and Mr.Tharanus Krataithong MD. holds 30% of shares, with Mr.Phijit wiriyamettakul and Mrs.Yada Putthkayon company directors, being directors in the company together.

5.4 Mr.Prasert Sriuranpong none% shares held as the Audit Committee of VIBHA.

6. The total value of the consideration

6.1 The issuing of promissory notes no more than 10 bills in the amount not exceeding THB 50 million, Rate of interest 2.90%, maturity 3 years and amount of interest paid THB 4,350,000 .

6.2 Long-term loan agreement 3 years amount THB 425 million, Rate of interest 2.90%, and amount of interest paid THB 36,975,000.

7. The Characteristics and scope of the interest of the connected persons to enter to the connected transaction

This transaction is considered as the connected transaction regarding the receipt of financial assistance pursuant to the Notification of the Capital Market Supervisory Board and the Notification of the Board of Governors of the Stock Exchange of Thailand.

In consideration of the size of the transaction under Connected Transaction Rules, the size of transaction is larger than 0.03% but not more than 3.00% of net tangible

assets of the company according to the audited consolidated financial statement of the Company and its subsidiaries as at June 30, 2023 which considered as a medium transaction.

However, the size of previous related transaction occurred 6 months ago, therefore, the size of these transactions, all together was equal to 0.395%, which was considered as a medium transaction so that the Company is required to get approval from the Board of Directors' meeting and disclose information to the Stock Exchange of Thailand.

8. Attendance and voting of the connected persons

For the agenda to consider the receipt of the financial assistance from the connected persons, Mrs.Borwornpan Rattaprasert and Mr.Prasert Sriuranpong was a connected person who had conflict of interest on this transaction, as well as Mr.Chaisith Viriyamettakul and Mr.Phijit wiriyamettakul ,who are the father and brother of the connected person, did not attend the meeting and had no right to vote for this agenda.

9. Board's Opinion

The Board of Directors considered the proposed connected transactions to be appropriate, due to provide VIBHA sufficient working capital and reduce the interest payment and rate of interest lower than the average rate of unsecured loan from financial institution as at the date of transaction that as 3.40-4.30% and the expected trends in interest rates may high in the future. The transaction will not any effect the rights of the shareholders.

10. Opinion of the Audit Committee and/or the Company Directors which is different from the Board of Directors

- None -

Yours sincerely,

(Mr. Chaisith Viriyamettakul)
Chairman of executive director