

EKH/CS/2023/061

November 14, 2023

Re Establishment of a joint venture company to operate a psychiatric hospital business

To President
The Stock Exchange of Thailand

Ekachai Medical Care Public Company Limited (EKH) has informed that, according to the Board of Directors meeting No. 4/2023 held on Tuesday 14 November 2023, the Board of Directors had resolved to approve the signing of a joint venture agreement with Narai Property Company Limited by establishing a new company to operate a health medical service business. Comprehensive psychiatric services and others by a team of specialized medical professionals, the details are as follows:

Company Name : EN Mental Care Company Limited
 Nature of Business : Health medical service business. Comprehensive psychiatric services and others
 Date of Establishment : within January 2024
 Location : Land Leased from Narai Property Co., Ltd
 Soi Phet Kasem 86, Bang Khae Nuea,
 Khet Bang Khae, Bangkok 10160.
 Started business : within Year 2026
 Registered Capital : THB 400,000,000
 Par Value : THB 100
 Number of shares : 4,000,000 shares
 Director : There are 7 directors
 1. Five directors were nominated by Ekachai Medical Care Public Company Limited
 2. Two directors were nominated by the Narai Property Company Limited

Shareholder Structure :

Name	Shares	% shares
1. Ekachai Medical Care PCL.	2,600,000	60%
2 Narai Property Co., Ltd.	1,000,000	25%
3. Medical Personnel	400,000	15%
Total	4,000,000	100.00%

Budget : Construction budget and various equipment in the amount of THB 340 million.

Source of funds : The Company's working capital

This investment is regarded as an acquisition of assets of the Company Pursuant to the Notification of the Capital MARKET Supervisory Board No. TorJor. 20/2551 Re : Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Asset (including its amendment) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets B.E. 2547 (2004) (including its amendments) (collectively, the “Notifications on Acquisition or Disposal of Material Assets”). Upon review of the transaction size used in the calculation of the maximum value of the transaction based on the reviewed quarterly financial statements of the Company ended September 30, 2023 by various approached under the Notification on Acquisition or Disposition of Material Assets, the maximum value of the transaction is equal to 10.60 percent based on the total value of the consideration. However, the Company has any asset acquisition transaction that occurred during 6 months prior to entering into this transaction at 16.03 percent. Therefore, the total asset acquisition transaction value of the Company has a total transaction size of 26.63 percent based on the total value of consideration. Such transaction is therefore classified as a “Class 2 Transaction” under the Notifications on Acquisition or Disposition of Material Asset, i.e. transaction which has a transaction value exceeding 15% percent but lower than 50 percent. Therefore, the company is obliged to prepare a report and disclose the information in respect of the entry into the transaction to the SET immediately, the information must be at least as stated in Schedule (1) attached to the Notification on Acquisition or Disposal of Assets and send a notice to shareholders within 21 days from the date of disclosure to the SET.

However, this item is not considered a connected transaction of the Company under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions including those amendment and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E.2546 (2003) including its amendments.

Please be informed accordingly.

Yours sincerely,
Ekachai Medical Care Public Company Limited

(Dr. Amnaj Eur-Areemitr)
Director and Hospital Director