

No. THG 64/2023

18 December 2023

Subject: Notification of the acquisition of subsidiary  
To: President, The Stock Exchange of Thailand

Thonburi Healthcare Group Public Company Limited ("THG") would like to inform you that, in accordance with the resolution passed during the Annual Shareholders' Meeting for the year 2022 held on April 28, 2022, THG has received approval to invest in the Thonburi Rangsit Hospital project ("THRV"). This investment involves a cash amount of 226 million baht and land consisting of 4 title deeds with a total area of 8,000.8 square meters, valued at 584 million baht, resulting in a total investment of 810 million baht. This represents a 30% share of the THRV project, amounting to 2,700 million baht. The investment share can be adjusted according to the joint venture agreement if other shareholders choose to relinquish their rights.

Subsequently, a resolution was passed during the Board of Directors' Meeting to further increase THG's investment share in THRV to 55% of the project. This involves an additional cash investment of 675 million baht. In this regard, the adjustment of THG's share involves relinquishing the rights of Ramkhamhaeng Hospital Public Company Limited ("RAM") and the Group of doctors ("DOC") in paying for shares. This adjustment will result in THRV becoming a subsidiary of THG. The details are as follows:

Name of the subsidiary	: Thonburi Rangsit Hospital Co., Ltd.
Registration Date	: 27 July 2022
Address	: 61/160 Rama 9 Rd., Huay Kwang, Huay Kwang, Bangkok
The registered and paid-up capital for the entire investment project.	: 2,700 million Baht, comprising 27.00 ordinary million shares, with a par value of 100 Baht.
Board of Directors	: 1. Mr. Tanatip Suppradit 2. Mr. Chalermkul Apibunyopas 3. Miss Nalin Vanasin 4. Miss Rukkagee Kanjanapitak 5. Miss Suwadee Puntpanich 6. Mr. Timothy Emen Lertsmitivanta 7. Mr. Pitchaya Somburanasin 8. Mr. Talit Chuen-Im 9. Mr. Noppasin Takerngdej 10. Mr. Phijit Wiriyamettakul/
Source of Fund	: Working capital of THG
Purpose	: To operate a hospital business

Investment Proportion :

List of shareholders in a joint venture company	Before		After	
	Number of shares	Shareholding (%)	Number of shares	Shareholding (%)
Thonburi Healthcare Group PCL. (THG)	8,100,000	30.00	14,850,000	55.00
Ramkhamhaeng Hospital PCL. (RAM)	10,800,000	40.00	6,750,000	25.00
Group of doctors (DOC)	5,400,000	20.00	2,700,000	10.00
Vibhavadi Medical Center PCL. (VIBHA)	2,700,000	10.00	2,700,000	10.00
<b>Total</b>	<b>27,000,000</b>	<b>100.00</b>	<b>27,000,000</b>	<b>100.00</b>

In this context, the increase in the investment proportion of shares in Thonburi Rangsit Hospital Co., Ltd. accounts for 55% of the THRV project. This approval was granted during the Board of Directors' Meeting No. 6/2023 held on June 26, 2023. However, at that time, the acquisition of ordinary shares in the subsidiary could not be disclosed as the company was in the process of evaluating various project details and conditions. Consequently, the successful completion of the acquisition was uncertain. Therefore, the company did not promptly disclose this information to the Stock Exchange of Thailand ("SET") in relation to the resolution of the Board of Directors Meeting authorizing the transaction.

This information disclosure does not constitute a related transaction, and the transaction size does not fall within the scope requiring disclosure under the regulations pertaining to the acquisition and disposition of assets of registered companies. Nonetheless, the company is obligated to disclose information related to investments in other companies that result in subsidiary status, in accordance with the rules, conditions, and procedures governing the disclosure of information or any actions of listed companies, as stipulated in the Stock Exchange of Thailand regulations, No. BorJor/Por 11-00, Re: Rules, Conditions, and Procedures Governing the Disclosure of Information or any Act of a Listed Companies B.E. 2560 (including subsequent amendments).

Please be informed accordingly.

Your Sincerely,

Thonburi Healthcare Group Public Company Limited

- Signature -

(Miss Nattakan Jittinapat)

Company Secretary