

-Translation-

No. CPO-03/2022

21 March 2022

Subject: Notice of Notification of the Resolutions of the Board of Directors' Meeting No.2 /2022 regarding the appointment of director in replacement of director who resigned and to enter Connected Transaction

To: The President
The Stock Exchange of Thailand

The Board of Directors' Meeting of Winergy Medical Public Company Limited (the "Company") No 2/2022 held on 18 March 2022 at 11.00 a.m. at m Meeting , address No.636/4 Soi Ramkhamhaeng 39 (Thepleela 1) Pracha-Uthit Road Sub-District Wangthonglang, District Wongthonglang, Bangkok 10310.

The Meeting agendas are as follows:

1. Approved the appointment of Dr. Jinhatha Panyasorn as a new director, replacing Dr. Manas Suphap who has resigned. The appointment is effective from 18 March 2022, onwards. This director shall remain in the term to which the directors they replaced were entitled
2. To consider and approve Winergy Medical Public Company Limited to enter into a warehouse space lease agreement with Winergy Holding Co.,Ltd.

Date of Transaction: 1 April 2022

Parties involved: Lessee: Winergy Medical Public Company Limited
Lessor: Winergy Holding Co.,Ltd.

Relationship: Related Party transaction under Section 258 with the major shareholders of the company; indirectly Winergy Holding Co.,Ltd through Mr. Sumeth Darakananda totaling 95.52 percent of the issued shares referring to shareholder list as of 5 August 2021.

According to Mr. Sumeth Darakananda is a controlling person who's holding the share of Winergy Trading Company Limited and Dara Investment Limited, totaling 59.36 percent of the issued shares. Refer to lasted booking closing as of 12 January 2022. In additional to Mr. Sumeth Darakananda who is a father of Mr. Nanthiya Darakananda , authorized director , executive and shareholder of the Company.

General Characteristics of the Transaction	Increasing warehouse space from the original leased space areas for more products space areas which additional areas as of 137.74 sq m. Located at 31/1 Soi LadPhrao 80 Intersection 12, Ladphrao Road, Wangthonglang Subdistrict. Wangthonglang District Bangkok The lease term is 17 years 9 months, starting from 1 April 2022 to 31 December 2039. (the new lease agreement shall be the same expire term with the previous agreement)
Value of Transaction:	Rental fee (throughout period): 3,447,907.68 baht. Common service fee (throughout period): 322,724.82 baht, total is 3,770,632.50 Baht Remark: 1/ Increase the rental rate by 5% every 3 years .Reference price is based on the price from the independent appraiser approved by the SEC, True Value Company Limited .The assessment date as of 23 August 2019 by Market Approach method.
Term of Contract:	Rental payment and advance maintenance fee : 550,409.00 baht Security deposit: 551,000.00 baht Tenant is responsible for all registration expenses with all relevant government agencies.
Objectives	Extend more product storage areas space
Type of Transaction	The transaction is considered into: Connected Transaction referred to Notification of Capital Market Supervisory Board No.Tor Chor 21/2551 Re: Rules on Connected Transactions and 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, 2003 (“ Announcement of Connected Transaction”). Transaction is categorized is type 4: the value of transaction is equal to 3,770, 632. 50 baht, including the transaction value of its subsidiaries 8,711,820 Bath transaction is equal to 12,482,452.50 baht, including with others related party transaction within previous 6 months equal to 4,994,186.93 Baht total value is 17,476,639.43 Bath. Transactions relating to assets or services which is calculated is equal to medium size : 1 million Baht < X

< 20 million Baht thus requiring the Board of Director consider and approved and report the transaction to SET.

Remark:

Due to 3% of NTA is equal to 16,571,322.50 Baht, reference to the consolidated financial statements for the 12-month period ended December 31, 2021 therefore calculated by comparing the transaction value less than 20 million Baht.

**The Board's and Audit's
Committee Opinion**

The Board of Directors unanimously agreed with the proceedings the transaction which it is appropriate and useful because the Company need more storage space for inventory control.

Remark:

The reason for using the 2019 appraisal book due to the previous one is determining the rental price according to the existing lease agreement. There will be an increase in rental price every 3 years according to the lease agreement. This transaction shall do under the same condition with the pervious on therefore is will appropriate to apply under this condition.

**The Audit Committee's
Opinion and others
Director's**

N/A

- To consider and approve to enter into a warehouse space lease agreement with Winnergy Co.,Ltd. And A New Day Co.,Ltd.

Date of Transaction:

1 April 2022

Parties involved:

Lessee: A New Day Co.,Ltd.

Lessor: Winnergy Holding Co.,Ltd.

Relationship:

Related Party transaction under Section 258 with the major shareholders of the company; indirectly Winnergy Holding Co.,Ltd through Mr. Sumeth Darakananda totaling 95.52 percent of the issued shares referring to shareholder list as of 5 August 2021.

According to Mr. Sumeth Darakananda is a controlling person who's holding the share of Winnergy Trading Company Limited and Dara Investment Limited, totaling 59.36 percent of the issued shares. Refer to lasted booking closing as of 12 January 2022. In additional to Mr. Sumeth Darakananda who is a father of Mr.

Nanthiya Darakananda , authorized director , executive and shareholder of the Company.

General Characteristics of the Transaction

Increasing warehouse space from the original leased space areas for more products space areas which additional areas as of 318.24 sq m. Located at 31 Soi LadPhrao 80 Intersection 12, LadPhrao Road, Wangthonglang Subdistrict Wangthonglang District Bangkok The lease term is 17 years 9 months, starting from 1 April 2022 to 31 December 2039. (the new lease agreement shall be the same expire term with the previous agreement)

Value of Transaction:

Rental fee (throughout period) : 7,966,183.68 baht.

Common service fee (throughout period): 745,636.32 baht, total is 8,711,820 Baht

Remark: 1/ Increase the rental rate by 5% every 3 years .Reference price is based on the price from the independent appraiser approved by the SEC, True Value Company Limited .The assessment date as of 23 August 2019 by Market Approach method.

Term of Contract:

Rental payment and advance maintenance fee : 1,271,687.00 baht
Security deposit: 1,272,000.00 baht

Tenant is responsible for all registration expenses with all relevant government agencies.

Type of Transaction

The transaction is considered into:

Connected Transaction referred to Notification of Capital Market Supervisory Board No.Tor Chor 21/2551 Re: Rules on Connected Transactions and 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, 2003 (“ Announcement of Connected Transaction).

Transaction is categorized is type 4: the value of transaction is equal to 8,711,820 Bath 3,770,632. 50 baht, transaction is equal to 12,482,452.50 baht, including with others related party transaction within pervious 6 months equal to 4,994,186.93 Baht total value is 17,476,639.43 Bath , the value of Transactions relating to assets or services which is calculated is equal to medium size : 1 million

Baht < X < 20 million Baht thus requiring the Board of Director consider and approved and report the transaction to SET.

Remark:

Due to 3% of NTA is equal to 16,571,322.50 Baht, reference to the consolidated financial statements for the 12- month period ended December 31, 2021 therefore calculated by comparing the transaction value less than 20 million Baht.

**The Board's and Audit's
Committee Opinion**

The Board of Directors unanimously agreed with the proceedings the transaction which it is appropriate and useful because the Company need more storage space for inventory control.

Remark:

The reason for using the 2019 appraisal book due to the previous one is determining the rental price according to the existing lease agreement. There will be an increase in rental price every 3 years according to the lease agreement. This transaction shall do under the same condition with the pervious on therefore is will appropriate to apply under this condition

**The Audit Committee's
Opinion and others
Director's**

N/A

Please be informed accordingly.

Yours faithfully,



(Mr. Nanthiya Darakananda)
Chief Executive Office
Winergy Medical Public Company Limited