



(Translation)

Ref No: PSH-CS 43/2023

18<sup>th</sup> December 2023

Subject: Strategic investment in long-term senior care

To: The President  
The Stock Exchange of Thailand

PrukSA Holding Public Company Limited (“PSH”) would like to inform that Inno Sprout Ventures Company Limited (“ISV”), an indirect wholly owned subsidiary of PSH through PSH’s wholly owned subsidiary, Inno Sprout Holding Company Limited (ISH) has entered into a strategic partnership with K.P.N. Senior Hospital Company Limited (“KPNH”) on 18<sup>th</sup> December 2023. The collaboration aims to invest in long-term senior care business, embracing Thailand as a premier destination for elderly people.

The Investment of ISV comprises of:

1. An investment in an ordinary shares purchase agreement totaling Baht 174,598,962 million, representing 25 percent of the total number of KPNH’s shares.
2. An investment in a convertible loan agreement between ISV (as the lender), and KPNH (as the borrower), amounting to Baht 150,000,000 million with a 7 percent annual interest rate. This loan will be converted into ordinary shares upon reaching the five-year maturity period, leading to an increased shareholding proportion for ISV to a total of 35 percent.

KPNH possesses significant expertise in elder care and rehabilitation services, offered through its brand, Chersery Home. Its proficiency lies in facilitating the swift recovery of bed-ridden patients, covering comprehensive postoperative care, home care, and healthcare facility management. It is anticipated to fortify and enhance PSH’s healthcare sector, fostering a valuable exchange of knowledge and innovation between KPNH and the PSH group.

This strategic Investment is classified as an assets acquisition pursuant to the Notification of the Capital Market Supervisory Commission No. Tor Chor 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (including the amendments) and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information concerning the Acquisition and Disposition of Assets of Listed Companies B.E. 2547 (2004) (including the amendments) (“**Rules on Acquisition and Disposition of Assets**”). When calculating the size of the transaction based on PSH’s total assets from the quarter 3/2023 financial statements ended 30<sup>th</sup> September 2023, the transaction, and considering the total value of acquisition transactions within the preceding 6 months, it



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is found to be less than 15 percent of the total assets. Therefore, while PSH is required to submit a disclosure to the Stock Exchange of Thailand, it is not obligated to convene a shareholder's meeting for approval of this transaction. Furthermore, the transaction do not qualify as connected transactions pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 Re: Rules on Connected Transactions (including the amendments).

Sincerely yours,

- Signed -

(Ms. Rasamee Yongrasameewong)

Company Secretary

PrukSA Holding Public Company Limited