

No. 10/2021

February 25, 2021

Subject : Notification of the Resolutions of the Board of Directors Meeting No. 1/2021
Approving the Dividend Payment and the Convening of the 2020 Annual General Shareholders' Meeting.

To President of the Stock Exchange of Thailand

Whereas, the Board of Directors' Meeting No 1/2021 of Vibhavadi Medical Center Public Company Limited (the "Company"), which was held on 25 February 2021 at 13.00 hrs. at Vibhavadi Hospital no.51/3 Ngamwongwan Road, Ladyao, Jatujak, Bangkok, has passed the important resolutions which can be summarized as follows:

1. Approved the Company's Statement of Financial Position and Statement of Comprehensive income (balance sheet and profit and loss statements) as well as acknowledged the auditor's report as of 31 December 2020 of the Company.

The above matter shall be proposed to the 2021 Annual General Shareholders' Meeting for the further consideration and approval.

2. Approved the allocation of fund as legal reserve and the dividend payment for the fiscal year ended 31 December 2020 from the Company's operating results since 1 January 2020 – 31 December 2020 as follows:

(A) The allocation of fund as legal reserve in the amount of Baht 12,329.-

(B) The dividend payment for the year 2020 to the shareholders at the rate of Baht 0.040 per one ordinary share for a total amount of 13,575,865,582 shares, the total dividend payment is Baht 543,034,623 The Record Date on which the shareholders shall have the right to receive dividends on 10 May 2021. The dividends will be paid on 24 May 2021. However, the right to receive dividend is not confirmed without the 2021 Annual General Shareholders' Meeting approval.

Remarks : The proposed dividend payment is more than 90% of net profit the company will adjust the exercise ratio and the exercise price of the VIBHA-W3 according to the term and condition of VIBHA-W3. The company will disclose the new exercise ratio of VIBHA-W3 in the day before the SET will post the "XD" sign.

3. The Board of Directors agreed with the Nomination and Remuneration Committee's recommendation approved the reappointment of directors who will retire by rotation in 2021 as follows:

3.1 The directors who will retire by rotation are:

- 3.1.1 Mr.Nikom Wairatpanij
- 3.1.2 Mr.Chamnan Chanapai
- 3.1.3 Mrs. Rukkagee Kanjanapitak
- 3.1.4 Mr. Phijit Wiriyamettakul
- 3.1.5 Mrs. Bavornphan Rathprasert

3.2 The following 5 directors will be reappointed:

- 3.2.1 Mr.Nikom Wairatpanij
- 3.2.2 Mr.Chamnan Chanapai
- 3.2.3 Mrs. Rukkagee Kanjanapitak
- 3.2.4 Mr. Phijit Wiriyamettakul
- 3.2.5 Mrs. Bavornphan Rathprasert

The above matter shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

4. The Board of Directors agreed with the Nomination and Remuneration Committee's recommendation to propose the 2021 Annual General Shareholders' Meeting to approve the remuneration for Director and Sub-Committee Members for the year 2021 of not exceeding Baht 9,930,000

The above matter shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

5. The Board of Directors agreed with the Audit Committee to propose

Mr. Peradate Pongsathiansak Registration No. 4752

or Mr.Thanawut Piboonsawat Registration No. 6699

or Miss Soraya Tintawuwan Registration No. 8658

or Mr. Suwat Maneekanoksakul Registration No. 8134

or Miss Potjanarat Siripipat Registration No. 9012

or Miss Roongnapha Saengchan Registration No. 10142

or Miss Techinee Pornpenpob Registration No. 10769

of Dhammarniti auditing Public Company Limited as the auditor of the Company for the fiscal year 2021, whereby any one or the auditors shall have the authority to conduct the audit and express an opinion in the financial statements of the Company. In the case that the auditors whose names appear above cannot carry out their duty, Dhammarniti auditing Public Company Limited is authorized to appoint another auditor of Dhammarniti auditing Public Company Limited to perform the work. The audit fee for the year of 2021 will amount to Baht 1,430,0000 in total.

The above matter shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

6. Approved to set the date of the Annual General Meeting of Shareholders for the Year 2021 on 28 April at 13.00 hrs. at the conference room, 9th Floor (Building 4), Vibhavadi hospital, 51/3 Ngamwongwan Road, Ladyao, jatujak, Bangkok 10900 to consider and approve the following agendas:

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| <u>Agenda Item 1</u> | To consider and approve the Minutes of the 2020 Annual General Meeting of Shareholders. |
| <u>Agenda Item 2</u> | To acknowledge the Company's 2020 Performance Results of the Company. |
| <u>Agenda Item 3</u> | To consider and approve the Financial Statement for the year ended December 31, 2020. |
| <u>Agenda Item 4</u> | To consider and approve the allocation of net profit as the legal reserve and the payment of dividend from the operating results for the year 2020. |
| <u>Agenda Item 5</u> | To consider and approve the appointment of the Board of Directors in replacement of those who are retired by rotation. |
| <u>Agenda Item 6</u> | To consider and approve the Directors' and the Committee's remuneration and bonus for 2021. |
| <u>Agenda Item 7</u> | To consider and approve the appointment of Auditor and Auditing fees for 2021. |
| <u>Agenda Item 13</u> | Others matters (if any) |

The Record Date on which the shareholders have the right to attend the 2021 Annual General Shareholders' meeting shall be on 19 March 2021

For the benefits of the shareholders, the Company will post the Notice of the 2021 Annual General Shareholders' Meeting, and other relevant documents on the Company's website (www.vibhavadi.com) on 19 March 2021 onwards.

Please be informed accordingly.

Respectfully yours,

(Mr. Phijit Wiriyamettakul)
Managing Director