



No. 9/2024

February 29, 2024

Subject : The Share Repurchase Program for Financial Management
To : President
The Stock Exchange of Thailand
Enclosure : 1. Share Repurchase for Financial Management Disclosure Form (Form TS-1.2)
2. Distribution of Ordinary Shares Report Form

Vibhavadi Medical Center Public Company Limited (“the Company”) would like to inform that the Board of Directors of the Company no. 1/2024 held on February 29, 2024 has resolved to approved the Share Repurchase Program (Treasury Stock) for financial management purpose as details shown in attached Disclosure Form of Share Repurchase for Financial Management (Form TS-1.2).

Please be informed accordingly.

Sincerely Yours,

(Mr. Phijit Wiriyaemattakul)

Managing Director

Share Repurchase for Financial Management Purpose Disclosure Form
(Pursuant to Section 66/1 (2) of the Public Company Limited Act)
Vibhavadi Medical Center Public Company Limited
February 29, 2024

We, Vibhavadi Medical Center Public Company Limited (“the Company”) hereby notify the resolution of the Board of Directors no. 1/2024, held on February 29, 2024 regarding the approval on the proposed share repurchase program for financial management purpose, with the details as follows:

1. Share repurchase scheme

- 1.1 The maximum amount for the share repurchase is not exceeding of Baht 1,200 million.
- 1.2 Number of shares repurchase are not exceeding 540,000,000 shares (at par value 0.10 baht per share) or equivalent to 3.98% of the issued and paid-up capital.

1.3 Method and stipulation of the time period for share repurchase

Repurchased by means of automated order matching via the trading system of the Stock Exchange

The time period for share repurchase is from March 4, 2024 to September 4, 2024

(The Company must complete the share repurchase within 6 months)

Offer to general shareholders at the price of - baht per share (the price being the same)

(Period of repurchase not less than 10 days and not exceed 20 days)

Remark The company shall disclose the share repurchase project at least 3 days in advance before the date of the share repurchase

- 1.4 Criteria for determine the repurchase price, using the average market price during the last 30 days prior to date on which the Company discloses the information of shares repurchase. The repurchase price shall not exceed 115 percent of the average closing price of 5 consecutive business days prior to each repurchase date. In this regard, the average closing price for the last 30 consecutive business days from January 17, 2024 to February 28, 2024 was Baht 1.81 per share.

2. Information of the Company

2.1 Information on the Company's retained earnings and excess liquidity

Based on the Reviewed/Audited Financial Statement as of December 31, 2023

- The Company's retained earnings were Baht 2,133 million.
- The Company's debts, which shall become due within 6 months following the share repurchase date, is equal to Baht 568 million
- Explain the basis for the ability to repay the debts which are due by 6 months following the repurchase date, by specifying the source of funds for the repayment.

As of December 31, 2023 the Company has cash and cash equivalents amount of Baht 90 million, the estimated net cash inflows from operations amount of Baht 440 million, the estimated dividends received from investments during the next 6 months, totaling Baht 368 million.

2.2 The number of minor shareholders (free float) as in the share registration book finalized on March 13, 2023 equal to 30.90% of the Company's paid-up capital.

3. Reasons for the share repurchase

3.1 To manage the Company's excess liquidity and also enhance the return on equity.

3.2 To enhance the Company prosperous financial and future prospective confidence.

4. Impact after the share repurchase

4.1 Impact on the Shareholders

Shareholders will receive a higher rate of return on shareholder equity.

4.2 Impact on the Company

The Company's cash and the shareholders equity may be reduced. However, the Company believes that the share repurchase scheme is appropriate for the Company's current financial status. In addition, it will bring the utmost benefits to the Company and shareholders.

5. Distribution and deduction of repurchased shares

- Distribution Method

The Company shall resale shares via the trading system of the stock exchange market or right offering or offering to directors or employees of the Company or public offering, which depends on situation. The Company shall make a decision after the repurchased shares scheme is finished.

- The time period for the distribution and deduction of repurchased shares

The Board of director of the Company shall make decision to determine the date of resale shares when the repurchased shares scheme is finish and shall inform accordingly.

(After 3 months from the completion of share repurchase but not more than 3 years)

6. Share repurchases in the past (if any)

-none-

(The share repurchase pursuant to the new share repurchase project can be done after 6 months from the date all the shares are repurchased, the date the time period for the latest share repurchase comes to an end or the date the cancellation of the share repurchase scheme comes into effect.)

7. In case the Company amends or cancels the share repurchase project

-none-

Remark The Company shall disclose the amendment to or cancellation of the project at least 3 days in advance before such amendment or cancellation comes into effect.

The Company hereby represents that the information in this reporting form is correct and complete in all respects.

(Company's seal affixed)

Sign.....

(Mr. Phijit Wiriyaattakul)

Sign.....

(Mrs. Yada Putthakayon)

The Distribution of Ordinary Shares Report Form

Vibhavadi Medical Center PLC.

As of 13 March 2023

The Company Paid-up Capital (Ordinary Shares only) 1,357,601,147.40 Baht,
divided into Ordinary Shares 13,576,011,474 Shares at Par Value of 0.10 Baht

	No. of Shareholders	No. of Shares	% of paid-up capital (Ordinary shares only)
1. Strategic Shareholder			
1.1 Directors, managers, and executive management including related persons and associated persons ¹	36	4,042,422,255	29.78
1.2 Shareholders who have a holding of 5% or above including related persons ²	5	5,338,139,660	39.32
1.3 Others controlling persons	-	-	-
2. Share Repurchase	-	-	-
3. Minor shareholders (non-strategic shareholder)	11,218	4,195,438,273	30.9
4. Shareholders who hold less than 1 board lot	585	11,286	0
Total	11,844	13,576,011,474	100

Remark

- The number of shares holding by directors, managers or the first four persons in the management level must include the shares held by related persons and persons related by blood, marriage or registration under laws of the said persons, including the shares that those people held via others such as custodians, private funds.
- The shareholders > 5% of the paid-up capital, which meet the following criteria, are not the strategic shareholders: (1) The shareholders which are securities companies, life-insurance companies, insurance companies, mutual funds, provident funds, social security funds, pension funds, investment projects approved under law and (2) The said shareholders do not have representative taking part as directors and management of the listed company. *(If having representative taking part as directors and management of the listed company, the said shareholders are strategic shareholders and must report the holding shares as the shareholders >5% according to 1.2)*

The Company hereby certifies that the information reported in this Distribution of Ordinary Shares Report is correct and prepared in accordance with the regulation of the Stock Exchange of Thailand Re: Listing of Ordinary Shares or Preferred Shares as Listed Securities.

Sign.....

(Mr. Chaisith Viriyamettakul)

Chairman of Executive Committee

Sign.....

(Mrs. Bavornphan Rathprasert)

Director

List of Strategic Shareholders Name

	No. of Shareholders	No. of Shares	% of paid-up capital (Ordinary shares only)
1. Directors, managers, and executive management including related persons and associated persons			
1. Mr. Prompong Peerabool		10,250,000	0.08
2. Mrs. Yada Putthkayon		40,510,143	0.3
3. GEN. Boonloet Chuntarapas		6,260,000	0.05
4. Mr. Yongyut Domesuriya		3,069	0
5. Dr. Chaisit Kupwiwat		300,000	0
6. Mr. Nikom Wairatpanij		2,150,000	0.02
7. Mrs. Sasithorn Norakrai		1,850,020	0.01
8. Miss Phichayakorn Kassakul		2,246,714	0.02
9. Miss Patamaporn Buppakasikorn (2)		3,668,880	0.03
- Miss Patamaporn Buppakasikorn		3,640,920	0.03
- Miss Patuma Buppakasikorn (Same Person)		27,960	0
10. Mr. Pramuk Unachak (3)		114,622,500	0.84
- Mr. Pramuk Unachak		100,000,000	0.74
- Mrs. Kewalee Unachak (Father or Mother)		4,122,500	0.03
- Mr. Worapun Unachak (Father or Mother)		10,500,000	0.08
11. Mr. Phijit Wiriyamettakul (2)		479,000,080	3.53
- Mr. Phijit Wiriyamettakul		473,000,000	3.48
- Miss Nutcha Kitjariyapoom (Unregistered Spouses)		6,000,080	0.04
12. Mr. Sitthi Panupattanapong (6)		41,199,400	0.3
- Mr. Sitthi Panupattanapong		2,475,000	0.02
- Miss Pichthida Panupattanapong (Children)		27,200,000	0.2
- Mr. Petch Panupattanapong (Children)		5,370,000	0.04
- Mr. Petch Panupattanapong (Children)		250,000	0
- Mr. Peem Panupattanapong (Children)		3,879,400	0.03
- Mr. Sitthi Panupattanapong (Same Person)		2,025,000	0.01
13. Miss Rukkagee Kanjanapitak (5)		239,729,949	1.77
- Mrs. Boladee Kanjanapitak (Father or Mother)		2,610,833	0.02

- Mr. Ruchit Kanjanapitak (Other)	62,316,200	0.46
- Dr. Aurchat Kanjanapitak (Father or Mother)	50,000,000	0.37
- Dr. Aurchat Kanjanapitak (Father or Mother)	2,250,000	0.02
- Dr. Aurchat Kanjanapitak (Father or Mother)	122,552,916	0.9
14. Mr. Prasert Sriuranpong (2)	55,000	0
- Mrs. Jariya Sriuranpong (Spouses)	45,000	0
- Miss Chanya Sriuranpong (Children)	10,000	0
15. Mrs. Rachada Klewpatinond (2)	74,950,000	0.55
- Mrs. Rachada Klewpatinond	7,250,000	0.05
- Mrs. Puanglada Palakornkul (Father or Mother)	67,700,000	0.5
16. Mrs. Bavornphan Rathprasert (1)	1,046,500	0.01
- Mr. Bavornsuk Rathprasert (Children)	1,046,500	0.01
17. Mr. Chaisith Viriyamettakul (5)	3,024,580,000	22.28
- Mr. Chaisith Viriyamettakul	2,037,000,000	15
- Mr. Pichit Viriyamettakul (Children)	175,680,000	1.29
- Mr. Pipat Viriyamettakul (Children)	173,100,000	1.28
- Mrs. Pimpa Viriyamettakul (Spouses)	49,000,000	0.36
- Mr. Pisut Viriyamettakul (Children)	589,800,000	4.34
Total	36 4,042,422,255	29.78
2. Shareholders who have a holding of 5% or above including related persons		
1. Chao Phya Hospital Plc.	804,634,195	5.93
2. F and S 79 Co., Ltd.	2,083,909,966	15.35
3. Sinpate Co., Ltd.	922,947,166	6.8
4. Ramkhamhaeng Hospital PLC. (2)	1,526,648,333	11.25
- Ramkhamhaeng Hospital PLC.	962,605,200	7.09
- Vibharam Hospital Co., Ltd. (>30% held by company)	564,043,133	4.15
Total	5 5,338,139,660	39.32
3. Others controlling persons		
Total	0	
Grand Total	41 9,380,561,915	69.1