### Minutes of the Annual General Meeting of Shareholders 2018

Of

### Srivichai Vejvivat Public Company Limited

# Date, Time and Venue

The Annual General Meeting of Shareholders 2018 was held on Satauday, April 21, 2018 at 09.00 hrs. at Khwanmung Meeting Room, Building 1, 7th Floor, Vichaivej International Hospital Omnoi, No. 74/5 Moo 4, Phetkasem Road, Omnoi Subdistrict, Krathumbaen District, Samutsakhon Province.

Since there were 73 shareholders present at the Meeting either in person or by proxy totaling altogether 432,562,905 shares or equal to 75.80% of total issued and paid-up shares of 570,655,433 shares, therefore, a quorum was formed in accordance with the Company's Articles of Association. The Chairman then declared the Meeting open.

Assoc. Prof. Vichai Vanadurongwan, M.D., Ph.D., FIMS, presided as the Chairman of the Meeting.

The chairman then opened the meeting and assigned the company secretary introduced the Board of Directors of Srivichai Vejvivat Public Company Limited as follows.

1. Assoc. Prof. Vichai Vanadurongwan, M.D., Ph.D., FIMS Chairman

2.	Ass. Prof.Saisune	e Vanadurongwan, M.D.	Vice-president and Chief Executive Officer
3.	Virah	Mavichak, Mr	Independent Director/Chairman of Audit Committee
4.	Surin	Premamornkit, Mr	Independent Director/Audit Committee Member
5.	Visut	Montriwat, Mr	Independent Director/Audit Committee Member
6.	Porntep	Siriwanarangsun, M.D.	Independent Director/Audit Committee Member
7.	Vilawan	Vanadurongvan, Ms	Director
8.	Pongsak	Vathana, M.D.	Director
9.	Nopporn	Tirawattanakool, Ms	Director
10	. Tinnawat	Mahataradol, Mr	Director
11	. Mongkon	Wanitphakdeedecha M.D., M.Sc.	Director
12	. Prut	Rojmahamongkol	Directordue

Other attendees to the Meeting consist of:

1. Sakda	Tangjitwattanakorn	Chief Financial Officer
2. Patcharaphan	Vanadurongwan	Chief Operating Officer
3. Komrit	Kavinakarathiti	Chief Marketing Business Development Officer
4. Rachada	Fongtanakit, Ph.D.,	Secretary of the Company
5. Krisada	Lertvana	Auditor's EY Office Limited
6. Amnart	Kongsakda	Legal Advisor / Inspector

Before proceeding with the meeting agendas, in order for the vote counting to be transparent, the Secretary of the Company invited 2 representatives of the shareholders to witness the vote counting which comprised: 1)Somboon Tangkittivarakul, shareholder's proxy; and 2) Sutha Lertrujipacharakul, shareholder.

The Secretary of the Company explained to the Meeting of the method for casting and counting votes and reporting the voting results of each agenda as follows.

In voting, the majority vote which one share is considered to have one vote. And any shareholder who has a special interest in any matter that shareholder has no right to vote on that matter. In addition to voting for election of directors in accordance with Article 37 of the Articles of Association of the Company for voting in Agenda 7, consideration of remuneration for directors must not be less than two-thirds (2/3) of shareholders attending the meeting. And the resolution on Agenda 9, subject to approval of the amendment of Article 31 of the Company's Articles of Association in accordance with the amendment of the law, Section 100 of the Public Limited Companies Act BE 2535 (1992) (Amended on April 4 2017) must receive votes of not less than three-fourths (3/4) of the shareholders attending the meeting

In counting the casting of votes, 1 share is entitled to 1 vote. In the event that any shareholder has a special stake in a matter, such shareholder will not be entitled to cast his or her vote in the matter.

In exercising the right to cast a vote, it is required to use the voting card prepared by the Company. Under each agenda, shareholders are requested to make a check mark in the box "Approved" or "Disapproved" or "Abstained" on the voting card of each agenda. Once the vote has been casted, the card has to be submitted to the Company's officer to add up the votes.

In counting the votes, the Company will only count the votes that the shareholders cast as "Disapproved" or "Abstained" and will deduct such votes from the total number of votes casted at the Meeting, whereby the remaining votes will be considered as "Approved" votes for that particular agenda.

As the shareholders did not have any further inquiry about the method for casting and counting votes and reporting the voting results, the Chairman then proposed to the Meeting to consider the following agendas.

## Agenda 1 To acknowledge the matters notified by the Chairman of the Board

The Chairman welcomed the shareholders and thank all the shareholders who attended the Annual General Meeting of Shareholders for the year 2018 and informed the Meeting of the following:

- 1. The company has a policy to conduct business with morality. Adhere to social and environmental responsibility including all stakeholders according to the principles of good corporate governance policy Including the ethics and code of conduct of the company. In 2017, the company was evaluated for Corporate Governance Report of Thai Listed Companies 2017 from the Thai Institute of Directors (IOD) and the Stock Exchange of Thailand and the Securities and Exchange Commission, to be a company Very Good CG Scoring (Corporate Governance Policy: CGR) and the Company has received an excellent corporate governance assessment Top Quartile in companies with securities value according to market price 3,000 9,999 million baht.
- 2. The company received an assessment of the quality of the 2017 Annual General Meeting of Shareholders from the Thai Investors Association with a score of 100 points.
- 3. The Board of Directors is also aware of the importance of good corporate governance. Which is necessary for the business to have sustainable growth Increase transparency And the competitiveness of the company to create confidence for shareholders Investors and related parties in every department, therefore, joined the announcement of the intention to become a collective action coalition of the Thai private sector in the fight against corruption and the company announced the policy. And set guidelines for anti-corruption for the board of directors, executives, all employees of the company And subsidiaries Including having an appropriate internal control system based on the risk of business corruption Which the company now Is in the process of preparing information to prepare a self-evaluation form of the CAC project to apply for certification.

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

The Chairman proposed the Meeting to acknowledge the matters notified by the Chairman of the Board

### Agenda 2 To consider and adopt the minutes of the AGM of Shareholders for the Year 2017

**The Chairman** proposed to the Meeting to approve the Minutes of 2017 Annual General Meeting of Shareholders held on Satuaday, April 29, 2017 in which the Minutes of such meeting was provided as attachment together with the Meeting Invitation Letter on Page 9-20.

The Chairman inquired whether any shareholder would like to request for amendment to such Minutes.

No shareholders requested for amendment.

**The Chairman** then requested the Meeting to approve the Minutes of 2017 Annual General Meeting of Shareholders held on Satuaday, April 29, 2017.

(While considering, there were 6 additional shareholders who joined the Meeting making the total to be 79 shareholders present and altogether 432,866,971 shares)

Adopted the minutes of the Annual General Meeting of Shareholders for the Year 2017 dated 29 April 2017 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	432,866,971	Vote	equivalent to	100.0000
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Agenda 3 To acknowledge operating results of the Company for the year ended 31 December 2017

**The Chairman** informed the meeting that the committee has reported its operating results for the year 2017, as detailed in the annual report, which was sent as a CD-ROM to the shareholders together with the Notice of Meeting and assigned Rachada Fongtanakit, Ph.D. reports the Company's annual operating results for the year 2017.

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

The Chairman proposed the Meeting to Acknowledge the Company's operating results for the year 2017.

Agenda 4 To consider and approve the balance sheet and the comprehensive income statement of the Company and subsidiaries for the year ended 31 December 2017

**The Chairman** asked the Meeting to consider and approve the statement of financial position and income statement for the fiscal year, ended 31 December 2017 and assigned Sakda Tangjitwattanakorn, Chief Financial Officer, Proposed the balance sheet and the comprehensive income statement of the Company and subsidiaries was approved by the Auditor from EY Office Limited and was approved by the Audit Committee. The details appear in the Annual Report for the year 2017 in the financial statements page 94-126

The contents could be largely summarized as follows:

Items	2017	2018
Total Assets	1,752.97	1,445.56
Total Liabilities	746.77	535.68

Unit: Million Baht

Items	2017	2018
Total Shareholders' Equity	1,006.20	909.88
Total paid-up Capital	570.67	570.67
Sales and Service Income	1,718.60	1,344.34
Net Income	153.46	101.64
Earnings per Share (Baht / Share)	0.27	0.18

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

**The Chairman** proposed the Meeting to approve the Statement of Financial position and Statements of Comprehensive Income for the year 2017

(While considering, there were 1 additional shareholders who joined the Meeting making the total to be 80 shareholders present and altogether 432,867,506 shares)

Approved the balance sheet and the comprehensive income statement of the Company and subsidiaries for the fiscal year ended 31 December 2017 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	432,839,506	Vote	equivalent to	99.9935
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	28,000	Vote	equivalent to	0.0065
Voided ballot	0	Vote	equivalent to	0.0000

Agenda 5 To consider and approve the appropriation of the net profit as legal reserve and the dividend payment for the year 2017

**The Chairman** informed the meeting that The Company has a policy to pay dividend to shareholders at a rate not less than 50 percent of net profit after tax and net of all reserves required by law based on the separated financial statements. And assigned Sakda Tangjitwattanakorn, Chief Financial Officer, Proposed Profit and Dividend Details with the allocation of legal reserves.

Chief Financial Officer said that Board of Director approved the appropriation of the net profit as legal reserve and approving to make the dividend payment from the Company's operating results during the year 2017 at the rate of Baht 0.12 (Twelve Satang) per share, totaling to the dividend paid from the Company's operating results from the year 2017 of Baht 68,479,851.96 of the net profit and determine the dividend payment date to be on 18 May 2018. And appropriate the net profit as legal reserve in the amount of Baht 5,255,592.79. And the shareholders eligible to receive dividend payments would be those with their names appearing on the record date so entitling them to receive dividend payments on March 16, 2018.

### Dividend payments details compared to the year earlier

Dividend payments details	Unit	2017	2016	2015
1. Net profits	Million Baht	105.11	92.35	84.34
2. Number of shares	Million shares	570.67	570.67	570.67
3. Dividend payment	Baht per share	0.12	0.11	0.10
4. Total dividendpayments	Million Baht	68.48	62.77	57.07
5. Payout ratio	percent	65.15	67.97	67.66

The Chairman asked whether there were any questions from the shareholders.

**Sathaporn Kotheeranurak, Shareholder**, thanked the Board of Directors for this year that the company has paid higher dividends. And inquired whether the dividend payment was paid from the profit in any year and how much corporate income tax rate Including inquiring whether the company is likely to close the shareholder register book after the meeting again or not.

Chief Financial Officer said that the dividend payment from the net profit of 2017 with corporate income tax rate is 20 percent.

**The Company Secretary** further explained that, The Company has set the list of shareholders who have the right to receive dividends on 16 March 2018, so there is no closing of the share register after the meeting.

**Sathaporn Kotheeranurak, shareholder**, suggested that the shareholders would like to receive the most benefits from dividend payment. And get the right from the previous year's profit with a tax rate that is higher than 20 percent, should be paid as a total dividend

Chief Financial Officer explained that because our hospital is an investment all the time. If the company brings retained earnings to pay dividends, there will be no cash to spend on investment. And may have to borrow from a financial institution, so increased interest expenses.

No shareholders requested for amendment.

(While considering, there were 1 additional shareholders who joined the Meeting making the total to be 81 shareholders present and altogether 432,826,507 shares)

**The Chairman** proposed the Meeting to approve the dividend payment for the operating results of the year 2017. The dividend shall be paid at the rate of 0.12 (Twelve Satang) per share, totaling to the dividend paid from the Company's operating results from the year 2017 of Baht 68,479,851.96 of the net profit and determine the dividend payment date to be on 18 May 2018. And appropriate the net profit as legal reserve in the amount of Baht 5,255,592.79. The meeting has approved this agenda by simple majority as follows:

Approved by	432,839,507	Vote	equivalent to	99.9935
Disapproved by	28,000	Vote	equivalent to	0.0065
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

# Agenda 6 To consider and approve the election of the directors to replace the directors who retire by rotation and the nomination of a new director

**The Chairman** delegated Saisunee Vanadurongwan, the Nomination and Remuneration Committee to report to the meeting to consider and approve the election of the directors to replace the directors who retire by rotation and the nomination of a new director as follows:

The Nomination and Remuneration Committee proposed the meeting to consider the appointment of the Directors who retire by rotation in accordance with Article 17 of the Company, That defined the Directors retire one-third (1/3) or 3 persons. The directors who retired by rotation at this Meeting were: Assoc. Prof. Vichai Vanadurongwan, M.D., Ph.D., FIMS, Pongsak Vathana, M.D., Mr. Virah Mavichak, and Mr. Visut Montriwat.

Due to the conflict of interest issue, the Chairman cordially invited 4 representatives to leave the meeting temporarily for shareholders to fully exercise their right.

The company has an opportunity for shareholders to nominate persons qualified to be elected as a director pursuant to the criteria set out in the Company during the period from 24 October 2017 until 29 December 2017 until the deadline, no proposals from shareholder were raised.

The company had earlier provided the shareholders with the opportunity to nominate candidate to consider as company director to the shareholders' meeting for 2017 in advance, during the period of October 24 until December 29, 2017. Nevertheless, there was no shareholder nominating candidate to be considered as company director prior to said meeting. For said nomination process, proper careful consideration were exercised by The Nominating Committee in selecting qualified candidates on an individual basis as the members of The Nominating Committee with interests did not vote to select themselves, in compliance with existing company rules and criteria relating to such position consideration. The Nominating Committee unanimously resolved to recommend to The Board of Directors to nominate above 4 outgoing directors to the shareholders' meeting, for their further consideration and approval to re-elect these persons to serve another term as company directors.

Resolution on this agenda the majority of the shareholders who attend the meeting and have the right to vote. However, in order to ensure transparency, the directors who are interested in this agenda will abstain.

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

**The Chairman** proposed the Meeting to approve to appoint the following Directors to repeat their positions for another term. The meeting has approved this agenda by simple majority as follows:

(While considering, there were 5 additional shareholders who joined the Meeting making the total to be 86 shareholders present and altogether 434,976,493 shares)

1. Approved the election of the 4 directors to replace the directors who retire by rotation to be directors of the Company for another term by voting for each director individually as per the following votes:

Assoc. Prof. Vichai Vanadurongwan, M.D., Ph.D., FIMS: the meeting resolved with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	434,965,793	Vote	equivalent to	99.9975
Disapproved by	10,700	Vote	equivalent to	0.0025
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Pongsak Vathana, M.D.: the meeting resolved with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	434,965,793	Vote	equivalent to	99.9975
Disapproved by	10,700	Vote	equivalent to	0.0025
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Mr. Virah Mavichak: the meeting resolved with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	434,965,793	Vote	equivalent to	99.9975
Disapproved by	10,700	Vote	eguivalent to	0.0025

Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Mr. Visut Montriwat: the meeting resolved with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	434,965,793	Vote	equivalent to	99.9975
Disapproved by	10,700	Vote	equivalent to	0.0025
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

As a result, there are 12 Directors on The Board of The Directors

1. Assoc. Prof. VichaiVanadurongwan, M.D.,Ph.D.,FIMS 2	2.Ass. Prof.Saisunee Vanadurongwan, M.D.
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- 3. Virah Mavichak, Mr 4. Surin Premamornkit, Mr
- 5. Visut Montriwat, Mr 6. Prat Boonyawongvirot, M.D.
- 7. Vilawan Vanadurongwan, Ms 8. Pongsak Vathana, M.D.
- 9. Mongkon Wanitphakdeedecha M.D., M.Sc. 10. Nopporn tirawattanakool, Ms
- 11. Tinnawat Mahataradol, Mr 12. Pruk Rojmhamongkol, Mr

### Agenda 7 To approve the Directors' remunerations for the year 2018

**The Chairman** delegated Mr. Virah Mavichak, Chairman of the Nomination and Remuneration Committee to report to the meeting to consider and approve the Directors' remunerations for the year 2018 as follows:

Chairman of the Nomination and Remuneration Committee proposed the meeting to consider remuneration according to the article 22 Those standards require that Directors receive remuneration from the Company in terms of meeting allowance, pension, bonus and other welfare, or benefit in the manner specified by the shareholders' meeting. The Nominating Committee and Remuneration Committee and the Executive Committee consider remuneration for the year 2018 for the same rate as year 2017 not exceeding 7,000,000 Baht starting from January 1, 2018. This must be approved by two in the third paragraph of Section 90 Public Limited Companies Act 1992.

Details of the criteria for the directors' remuneration were based on the consideration of The Board of Directors' performances, authority, duty, and responsibility scope, as well as the operating results and growth prospect for the company, the financial liquidity position, and such factors posing possible impacts on both the company and overall economic situation, together with performance of individual directors. Consideration was also given to the budget amount approved by the shareholders' meeting, the remuneration amount for the previous year and the comparison with other companies in similar businesses.

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

(While considering, there were 1 additional shareholders who joined the Meeting making the total to be 87 shareholders present and altogether 434,982,993 shares)

**The Chairman** Approved the determination of the remuneration of the directors and sub-committees for the year 2018 in form of meeting allowance and other considerations in the amount of not exceeding Baht 7,000,000 starting from 1 January 2018 by the votes of not less than two-thirds of the total number of votes of the shareholders who attend the meeting as follows:

Approved by	434,982,993	Vote	equivalent to	100.0000
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Agenda 8 To consider and approve the appointment of the auditors and the determination of the auditing fee for the year 2018

**The Chairman** delegated Mr. Visut Montriwat, Chairman of the Audit Committee to report to the meeting to consider and approve the appointment of auditor and determination of auditor's remuneration as follows:

Chairman of the Audit Committee In compliance with the Public Companies Act B.E. 2535 (as amended), the shareholders' meeting must approve the appointment of the auditors and determine the auditor remuneration for each fiscal year. In 2018, the Shareholder Meeting that appoint the auditors from EY Office Limited namely; Ms.Vissuta Jariyathanakorn, Certified Public Accountant No. 3853 or Mr. Krisada Lertvana, Certified Public Accountant No. 5313.

The Audit Committee considered the performance of the company auditors in the past year and was of the view that the company auditors were considered to be knowledgeable and capable persons advocating good corporate practice principles, with understanding of the company's business and its subsidiaries, including independence in performing their duties, as well as fully qualified in accordance with the Company's Articles of Association, and the requirements of The Securities and Exchange Commission. Accordingly, The Audit Committee resolved to recommend to The Board of Directors to further propose to the shareholders' meeting for appointment of company auditors for year 2017 from EY Office Limited according to name list of auditors as follows:

Ms.Vissuta Jariyathanakorn, Certified Public Accountant No. 3853 or
Mr. Krisada Lertvana, Certified Public Accountant No. 4958 or

3. Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5313

Anyone of these three authorized to conduct the audit and express an opinion on the company's financial statements. In the event that those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place. In this regard, one of such person shall audit and give an opinion to the financial statements of the Company. In case such auditors could not perform the work as the Company's auditors, the audit firm shall provide other certified public accountants to carry out the work. And determined their remuneration of auditing fee of the Company for the year 2018 in the amount of 1,470,000 baht according toproposal of the Audit Committee. This matter will be proposed to the shareholders' meeting for further consideration and approval.

The Chairman asked whether there were any questions from the shareholders.

**Sathaporn Kotheeranurak**, a **shareholder** asked the company had used the audit office service and how many years did the auditor sign up for his name? And inquire about the details of the review of goodwill.

Chairman of the Audit Committee said that the Company has proceeded in accordance with the Notification of the Capital Market Supervisory Board Re: Auditor Rotation, in the case that the former auditor performs the duty of checking or reviewing And commenting on the Company's financial statements for 5 consecutive fiscal years, in

which Mr. Krisada Lertwana, Certified Public Accountant No. 4958, signed the financial statements of the Company in 2017 or 1 year as detailed in the invitation letter page 5.

Chief Financial Officer clarified that the review fee for goodwill arose from the Company's purchase of Sam Yaek Fai Poly Clinic Co., Ltd. to be a subsidiary in 2016 that was evaluated by a financial advisor (FA) and must review the goodwill every year from the auditor.

No shareholders requested for amendment.

(While considering, there were 2 additional shareholders who joined the Meeting making the total to be 89 shareholders present and altogether 435,983,093 shares)

**The Chairman** Approved the appointment Ms.Vissuta Jariyathanakorn, Certified Public Accountant No. 3853 or Mr. Krisada Lertvana, Certified Public Accountant No. 4958, or Ms. Manee Rattanabunnakit, Certified Public Accountant No. 5313 of EY Office Limited as the auditors of the Company for the year 2018. And approved the determination of the remuneration of auditing fee for the year 2018 in the amount of 1,470,000 baht by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	435,168,193	Vote	equivalent to	99.8131
Disapproved by	814,900	Vote	equivalent to	0.1869
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

Agenda 9 To consider and approve the amendment of the Company's Articles of Association, Article 31 to align it with the amendment of the Public Limited Company Act B.E. 2535 section 100 (on Amendment of Laws to Facilitate the Ease of Doing Business dated 4 April 2017)

**The Chairman** delegated Rachada Fongtanakit, The Company Secretary to report to the meeting to consider and approve the amendment of the Company's Articles of Association, Article 31 to align it with the amendment of the Public Limited Company Act B.E. 2535 section 100 (on Amendment of Laws to Facilitate the Ease of Doing Business dated 4 April 2017) as follows:

The Company Secretary To comply with the order of the Head of National Peace Corps No. 21/2560 Re: Amendments to the Laws to Facilitate Business Operations, dated April 4, 2560, which amended the Public Limited Company Act, BE 2535, Section 100 The meeting was organized by the shareholders who called the meeting. The Board recommends the Meeting to consider and approved the amendment of the Company's Articles of Association, Article 31 to align it with the amendment of the Public Limited Company Act B.E. 2535 section 100 (on Amendment of Laws to Facilitate the Ease of Doing Business dated 4 April 2017) with details as follows:

### **Current:**

Article 31. Shareholders not less than one-fifth (1/5) of the whole issued stocks, or Shareholders not less than twenty-five (25) people, which hold total amount of stocks not less than one-tenth (1/10) of the whole issued stocks, all sign in request the Board to call Special Meeting at any time, but must specify the reason to call a meeting in request paper. In this case the Board will call for meeting within one (1) month as from the receiving date of shareholders' request.

#### Amendment:

Article 31. One or more shareholders holding the aggregate number of shares of not less than ten percent (1/10) of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph one, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph one. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph two, the number of the shareholders presented does not constitute quorum as prescribed by Article 34, the shareholders under paragraph two shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

The Chairman asked whether there were any questions from the shareholders.

No shareholders requested for amendment.

(While considering, there were 2 additional shareholders who joined the Meeting making the total to be 91 shareholders present and altogether 447,440,493 shares)

**The Chairman** Approve the amendment of the Company's Articles of Association, Article 31 to align it with the amendment of the Public Limited Company Act B.E. 2535 section 100 (on Amendment of Laws to Facilitate the Ease of Doing Business dated 4 April 2017) by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved by	447,440,493	Vote	equivalent to	100.0000
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	0	Vote	equivalent to	0.0000
Voided ballot	0	Vote	equivalent to	0.0000

### Agenda 10 Other matters

The Chairman opened opportunity for the shareholders to express their opinions and give recommendation in various areas.

Mr. Sathaporn Kotheeranurak, shareholder inquired whether or not the company had invested in IT systems. And the review of the popularity of Bangkok Orthopedic Hospital Company Limited, why the auditors are assessing their own values and are also reported as key audit Matters why? As well as the performance of Bangkok Orthopedic Hospital Company Limited.

Chief Financial Officer said that the company now is in the process of investing in information systems, but since there is no examination of the work, it has not been recorded as intangible assets, but will be recorded in other noncurrent assets in accordance with accounting standards. As for the results of Bangkok Orthopedic Hospital Company Limited as you see in that annual report. After the company made a purchase in the year 2016, causing the company to improve the buildings of the hospital, resulting in a relatively high cost.

The auditor clarified that the review fee for goodwill was the company that conducted the assessment with value. The auditor has a duty to verify that the company Assess whether the value is correct and whether or not goodwill remains Which does not mean that the auditor is the appraiser And in evaluating with executive fees, it requires a relatively high level of discretion Therefore, in the review of goodwill, therefore, is the Key Audit Matters reported in Auditor's report.

Rittichai Yipcharoenporn, shareholder suggested that in the annual report should disclose income and profit of each center. So that shareholders can understand more easily including the growth rate of the heart center and could have an annual report in English.

The Chairman explained that the English version of the annual report was included on the CD that was send to all shareholders already.

**Chief Executive Officer** Added that our heart center is a 24-hour treatment center that is mainly treated by patients. With details of the heart center according to the handout document to all shareholders

**Phanat Assawirotrueng, shareholder** inquired about the reason that the revenue of Vichaivej Yaekfaichai Hospital in 2017 is growing from 2016. And the results of Nakornmaesot International Hospital? Including the lawsuit filed against the hospital last year.

Chief Financial Officer said that the reason that Vichaivej Yaekfaichai Hospital has revenue in 2017 is almost double that of 2016 Since the company has purchased Bangkok Orthopedic Hospital Company Limited during the third quarter of 2016, the financial statements therefore show only the third and fourth quarter results, resulting in 2017 which is the financial statements that show the operating results that year. And Nakornmaesot International Hospital is expected to be profitable in 2019.

Thanes Hengtrakulsin, a shareholder inquired about the reason that Vichaivej International Omnoi Hospital has lower profits and the company has information capacity of each hospital that separates IPD and OPD as well as matters of Utilization.

Chief Financial Officer said that due to Vichaivej International Omnoi Hospital has expanded both domestic and international markets. To develop excellence and increasing personnel to support the growth of general customer groups, resulting in higher compensation for employees related to sales and advertising and public relations expenses. So the capacity of the hospital is quite high. As well as at the heart center at Vichaivej International Nongkhaem Hospital.

**Kachen Benjakul, a shareholder** inquired about the reason that the related party transactions of the year 2017 grew from the year 2016 quite a lot.

Chief Financial Officer said that the reason that the related transactions in 2017 grew from 2016, because the subsidiary company had higher dividend payments in 2017.

**Kachen Benjakul, shareholder** suggested that he would like to help clarify the details of the new building. And as the Chief Financial Officer informed that the capacity was almost full, but why the profits were not improved.

Chief Financial Officer said that the hospital has now expanded the potential of medical personnel and nurses, resulting in lower profits.

**The Chairman** added that, at the moment, the construction of the additional building is under construction, which is two buildings that can be combined with OPD, social security and MRI.

Kachen Benjakul, shareholder inquired about the amount of investment in building construction.

Chief Financial Officer clarified that both buildings and medical devices will not control over 300 million baht.

Kachen Benjakul, shareholder inquired about the additional loan interest rate.

Chief Financial Officer said that the loan rate is a general market price.

**Kachen Benjakul, shareholder** suggested that the company should negotiate with the bank because some companies in listed that have the same size and income as the Vichaivej Hospital have the loan rate of MLR-2.

**Kachen Benjakul, shareholder** inquired about the future of Vichaivej Nongkhaem Hospitalwhether there is any additional investment or construction?

The Company Secretary clarified that in this section, still unable to inform shareholders.

Weerapong Thum, shareholder inquired about the purpose of increasing the personnel of Vichaivej Omnoi Hospital.

Chief Financial Officer clarified that because this year the hospital has focused on MMU, requires a large number of staff.

Phanat Assawirotrueng, shareholder asked about what is MMU.

**Chief Financial Officer** clarified that MMU is a Mobile Medical Service Unit or mobile health examination unit. That provides services to health checks at various establishments or factories.

The Company Secretary clarified that Phanat Assawirotruang asked about the prosecution of patients, that the hospital had no lawsuits regarding patients. But may be the case seen in the media caused by misunderstandings and the hospital has a press conference to clarify that it is already understood.

Mongkon Wanitphakdeedecha, Director, added that in this case, the hospital received the injured person to take care of the accident. And provide care according to the correct medical process at every step. The injured person had severe air outflows from the lungs that had to rush to heal before being out of danger. Later found that the blood vessels in the legs were broken, so the hospital had called the family to explain and sent the injured to receive treatment at the hospital according to social security rights at Mahachai 2 Hospital, But the Mahachai 2 Hospital cannot be treated, therefore it is necessary to cut the patient's legs. Causing the patient to complain to the media why the hospital didn't treat it before sending it to Mahachai Hospital. In this regard, the hospital has announced and has been examined by the Ministry of Public Health that the hospital has the correct treatment procedure at every step and the patient understands that there is no prosecution in any way.

As the shareholders had no further inquiries or opinions, the Chairman expressed appreciation to the shareholders and adjourned the Meeting.

The Meeting adjourned at 11.05 hrs.
Chairman of the Meeting
(Assoc. Prof. Vichai Vanadurongwan, M.D.,Ph.D.,FIMS)

Signed	Secretary of the Company
(Rachada Fongtanakit, Ph.D.)	Minute Taker