

Minutes of the Extraordinary General Meeting of Shareholders No.1/2024

Of

Srivichai Vejvivat Public Company Limited

Date, Time and Venue

The Extraordinary General Meeting of Shareholders No. 1/2024 of Srivichai Vejvivat Public Company Limited was held on Thursday 14 November 2024 at 2.00 p.m. via electronic meeting (E-EGM). The Company broadcasted the meeting from Vichaivej meeting Room, building 5, Floor 4, Vichaivej International Hospital Omnoi, 74/5 Moo 4, Omnoi Sub-district, Krathumbaen District, Samutsakhon, In this regard, the electronic meeting is in accordance with the Electronic Meetings Act B.E. 2563 and the Ministry of Digital Economy and Society Announcement on the Security Standards for Electronic Meetings B.E. 2563.

Since there were 29 shareholders presented at the meeting either in person or by proxy, holding the total shares in the number of 456,329,175 shares, representing 74.96 percent of the total issued shares of the Company. Therefore, a quorum was formed in accordance with the Company's Articles of Association.

The Chairman then declared the Extraordinary General Meeting of Shareholders No. 1/2024 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 that attend the meeting amount 11 people by proportion of directors attending as the meeting equal to 91.67 percent as follows.

1. Assoc. Prof. Vichai Vanadurongwan, M.D.,Ph.D.,FIMS Chairman
2. Ass. Prof.Saisunee Vanadurongwan, M.D. Vice-president and Chief Executive Officer
3. Virah Mavichak, Mr Independent Director
4. Jessada chor.Jaroenyng Independent Director / Chairman of The Audit Commit
5. Porntep Siriwanarangsun, M.D. Independent Director
6. Vilawan Vanadurongvan, Ms Director / Chairman of Risk Management Committee and Chairman of the Working Group for Financial and Investment Planning
7. Nopporn Tirawattanakool, Ms Director
8. Tinnawat Mahataradol, Mr Director
9. Mongkon Wanitphakdeedecha M.D., M.Sc. Director
10. Prut Rojmahamongkol Director
11. Asst.Prof.Bavornrat Vanadurongvan,M.D. Director

Other attendees to the Meeting consist of:

1. Pongsak Wattana, M.D. Advisory of Board Director
2. Sakda Tangjitwattanakorn, Dr Chief Financial Officer
3. Araya Putthipongthorn,Ms Managing Partner - Legal Advisesory Araya & Partners Company Limited

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

1. The meeting shall consider matters in accordance with the agenda specified in the invitation to the meeting. In voting, each shareholder or proxy holder had voting rights equal to the number of shares held in the Company where one share was equal to one vote.
2. Each shareholder must cast one vote among these options: Agree, Disagree, or Abstain, while the custodians were allowed to split their votes.
3. In voting, shareholders select the agenda they wish to vote and press the "Vote". The system will display three boxes for voting: Agree, Disagree, and Abstain. For shareholders or multiple proxies, the system will display the names of all proxies, with voting separate for each individual.

If shareholders want to cancel your vote, press "cancel the vote" and failed to cast a new vote in the agenda within the specified time the company should consider such vote as Agree. Nevertheless, shareholders could change their decision until the closing time. The company was allowed to cast their votes within 1 minute. Once the voting system closed, the results of each agenda would be announced accordingly.

4. In case of proxy voting for many shareholders, using the same email and telephone number to verify their identity, the system will combine the names of the proxies in the same user account, unless different emails and telephone numbers are used to verify their identity, the system will not combine the names of the proxies, but will use separate user accounts. If proxy holders should select the dropdown menu and press the menu "Account", followed by "Change Account" to cast the vote for each proxy granter. By changing accounts, the system will not remove votes from the meeting database.
5. If shareholders left the meeting (log-out) before the voting in any agenda was completed, they were excluded from the quorum of such agenda, and their votes were not be counted in such pending agenda. However, the shareholders or proxy holders were allowed to attend the meeting or cast the votes in the next agenda.

Shareholders to ask questions or provided recommendations in the meeting room

1. Before voting on each agenda, the Company will provide an opportunity to ask questions or express their opinions related to that agenda. The Company provided 2 channels for shareholders to ask questions or provided recommendations as follows:

The Q&A channel by selecting a desired agenda, followed by "Send Questions". The Company will read and answer questions related to that agenda item for the meeting. However, If there are a large number of questions, the Company reserves the right to select the questions as appropriate.

The VDO Conference by selecting a desired agenda and pressing "inquire via picture and sound" button to confirm the queue reservation. Once the staff arranged the queue, shareholders were notified to turn on the camera and microphone to introduce themselves and ask questions.

However, the Company reserved the right to delete the image and voice of a shareholder who asked the questions or expressed the impolite comments or defamed others or violated any laws including breaching the right of other person or disrupting the meeting or causing the trouble to other meeting participants.

2. If there are many shareholders who ask questions inquire via picture and sound. Please have the shareholders ask questions via message the Company would consider answering some questions in the Meeting room and would record the remaining in the minutes of the meeting.
3. In case any shareholder encountered a problem of logging into the meeting system or voting system, it was suggested to study and follow the provided instructions enclosed with the Invitation Letter to the Meeting or select the "Help" menu in the system to contact the staff of Inventech Call Center.
4. In case any shareholder encountered a problem during the meeting, shareholders will receive an email to re-enter the meeting via the backup system.

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 approved the change of a company to undertake the assets acquisition transaction for investment in the new hospital project according to the resolution of the 2024 Annual General Meeting of Shareholders held on 26 April 2024, from Sai Vichai Development Company Limited (a subsidiary in which the Company holds 99.43 percent of the total shares) to the newly established subsidiary.

The Chairman invited Asst.Prof.Bavornrat Vanadurongvan,M.D. , director informed the Meeting of the following:

Asst.Prof.Bavornrat Vanadurongvan,M.D. said that according to the 2024 Annual General Meeting of Shareholders, held on 26 April 2024, resolved to approve the acquisition of assets for investment in the new hospital project (the "Project"), to be managed by Sai Vichai Development Company Limited, a subsidiary in which the Company holds 99.43 percent of the total shares, with a total project value not exceeding 2,735.01 million Baht, the details have been informed.

To ensure greater flexibility and improve the efficiency in managing the new hospital project (Borommaratchachonnani), the Board of Directors resolved to approve the change of the subsidiary to undertake the acquisition of assets for investment in the new hospital project, according to the resolution of the 2024 Annual General Meeting of Shareholders, held on 26 April 2024, from Sai Vichai Development Company Limited (a subsidiary in which the Company holds 99.43 percent of the total shares) to the newly established subsidiary, in which the Company will hold no less than 90 percent of the total shares in such subsidiary (the "New Subsidiary").

The Company may consider finding suitable co-investors, which may include medical personnel and/or person/juristic person and/or other investors, whether individually or collectively, to participate in the investment in the New Subsidiary to enhance efficiency and strengthen the management and operation of the new hospital project (the "Co-Investors"). The Co-Investors will collectively hold no more than 10 percent of the total shares of the New Subsidiary. In this regard, the Board of Directors' Meeting deems it appropriate to propose to the shareholders' meeting to consider and approve the authorization to the Executive Committee and/or Chief Executive Officer or any persons designated by the Executive Committee and/or Chief Executive Officer to consider and determine the criteria, conditions, and other necessary details related to the establishment of the New Subsidiary, the recruitment and appointment of Co-Investors (if any), as well as to determine the criteria, conditions, and other details necessary for the Co-Investment in the New Subsidiary and also authorized to carry out any related actions, including but not limited

to contacting, negotiating, agreeing upon, amending, entering into, and signing contracts, regulations, and other related documents.

The New Subsidiary, with the following details:

Name of the New Subsidiary	To be determined later.												
Headquarters location	To be determined later.												
Objective	Engage in hospital operations.												
Registered capital	1,241,000,000 Baht (One Billion Two Hundred Forty-One Million Baht) Consisting of 12,410,000 ordinary shares (Twelve Million Four Hundred Ten Thousand shares) Par value of 100 Baht (One Hundred Baht)												
Paid-up shares at the time of the Company's establishment	30 Baht (Thirty Baht) per share (30 percent of total registered capital) with the total value of the paid-up shares at the time of establishment is 372,300,000 Baht (Three Hundred Seventy-Two Million Three Hundred Thousand Baht).												
Shareholding structure	<table border="1"> <thead> <tr> <th><u>List of Shareholders</u></th> <th><u>Number of Shares</u></th> <th><u>Percent</u></th> </tr> </thead> <tbody> <tr> <td>Srivichaivejvivat Public Company Limited</td> <td>12,409,900</td> <td>100</td> </tr> <tr> <td>Asst.Prof., M.D. Bavornrat Vanadurongwan</td> <td>100</td> <td>-</td> </tr> <tr> <td>Total</td> <td>12,410,000</td> <td>100</td> </tr> </tbody> </table>	<u>List of Shareholders</u>	<u>Number of Shares</u>	<u>Percent</u>	Srivichaivejvivat Public Company Limited	12,409,900	100	Asst.Prof., M.D. Bavornrat Vanadurongwan	100	-	Total	12,410,000	100
<u>List of Shareholders</u>	<u>Number of Shares</u>	<u>Percent</u>											
Srivichaivejvivat Public Company Limited	12,409,900	100											
Asst.Prof., M.D. Bavornrat Vanadurongwan	100	-											
Total	12,410,000	100											
List of Directors of the company	<ol style="list-style-type: none"> M.D. Mongkon Wanitphakdeedecha Asst. Prof., M.D. Bavornrat Vanadurongwan Ph. D. Teerawan Vanadurongwan 												
Sources of funds	The issuance and offering of newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) according to the resolution of the 2024 Annual General Meeting of Shareholders, held on 26 April 2024 and/or working capital of the Company and/or loans from financial institutions.												
Connected transaction	This transaction is not regarded as the connected transaction pursuant to criteria stipulated by the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (and as amended) and Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (and as amended) (" Connected Transaction Notifications ").												
Acquisition of assets transaction and transaction size	The acquisition of assets for investment in the new hospital project (the " Project ") has been approved by the 2024 Annual General Meeting of Shareholders, held on 26 April 2024, according to the Notification of the Capital Market Supervisory												

	Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets (and as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (and as amended) (" Acquisition or Disposition Notifications ").
--	--

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

No shareholders requested for amendment.

The Company Secretary proposed the meeting to approved the change of a company to undertake the assets acquisition transaction for investment in the new hospital project according to the resolution of the 2024 Annual General Meeting of Shareholders held on 26 April 2024, from Sai Vichai Development Company Limited (a subsidiary in which the Company holds 99.43 percent of the total shares) to the newly established subsidiary.

The meeting approved the change of a company to undertake the assets acquisition transaction for investment in the new hospital project according to the resolution of the 2024 Annual General Meeting of Shareholders held on 26 April 2024, from Sai Vichai Development Company Limited (a subsidiary in which the Company holds 99.43 percent of the total shares) to the newly established subsidiary, including relevant authorization, as per the detailed mentioned above by a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and are entitled to vote as follows:

Approved by	456,734,375	Vote	equivalent to	100.0000
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	0	Vote	equivalent to	0.0000

Resolution Approved the change of a company to undertake the assets acquisition transaction for investment in the new hospital project according to the resolution of the 2024 Annual General Meeting of Shareholders held on 26 April 2024, from Sai Vichai Development Company Limited (a subsidiary in which the Company holds 99.43 percent of the total shares) to the newly established subsidiary, including relevant authorization, as according to the detailed

Agenda 2 To consider and approve the amendment of the Articles of Association of the Company.

The Chairman invited the company secretary, propose the details to the meeting.

The Company Secretary proposed to be in line with Public Limited Company Act B.E. 2535 (and as amended) and the Ministerial Regulations Specifying the Criteria and Procedures for the Repurchase of Shares, Selling Repurchased Shares and the Write-off of the Company's Repurchased Shares (No.2) B.E. 2565.

The Board of Directors resolved to propose to the Shareholders' Meeting to consider and approve the amendment of the Articles of Association of the Company with additional amendment details as follows:

No.	Current Articles of Association	New Articles of Association
1.	<p><u>Article 2.</u></p> <p>Unless otherwise provided herein, the provisions of the law governing public companies limited shall apply.</p> <p>In the event that the Company or any of its subsidiaries enters into a connected transaction or an acquisition or a deposition of the listed company as prescribed under the notification of the Stock Exchange of Thailand for the connected transaction or, as the case may be, the acquisition or deposition of assets of the listed company, the Company must comply with the rules and procedures pursuant to the said notification.</p>	<p><u>Article 2.</u></p> <p>Unless otherwise provided herein, the provisions of the law governing public companies limited shall apply.</p> <p>In the event that the Company or any of its subsidiaries enters into a connected transaction or an acquisition or a deposition of the listed company as prescribed under the notification of the Stock Exchange of Thailand for the connected transaction or, as the case may be, the acquisition or deposition of assets of the listed company, the Company must comply with the rules and procedures pursuant to the said notification.</p> <p><u>In the event that this Articles of Association stipulate that the Company, the Board of Directors, or any person has the duty to notify, deliver, communicate, or take any action as mentioned, including letters, documents, or messages to any person, as well as advertising messages and/or notifications in newspapers, such actions may also be conducted through electronic media in accordance with the regulations determined set by the registrar and applicable laws.</u></p>
2.	<p><u>Article 8.</u></p> <p>The Company shall not own its own shares nor take them in pledge, except following cases:</p> <ol style="list-style-type: none"> 1. The Company may buy its shares back from shareholders who vote against the resolutions of a shareholders' meeting in relation to an amendment of the Articles of Association of the Company affecting voting and dividend rights which such shareholders deem unfair. 2. The Company may buy its shares back for the purpose of financial management when the Company has retained 	<p><u>Article 8.</u></p> <p>The Company shall not own its own shares nor take them in pledge, except following cases:</p> <ol style="list-style-type: none"> 1. The Company may buy its shares back from shareholders who vote against the resolutions of a shareholders' meeting in relation to an amendment of the Articles of Association of the Company affecting voting and dividend rights which such shareholders deem unfair. 2. The Company may buy its shares back for the purpose of financial management when the Company has retained

No.	Current Articles of Association	New Articles of Association
	<p>earnings and high liquidity and such share buyback will not cause the Company any financial difficulty.</p> <p>The shares held by the Company will not be counted to constitute a quorum in shareholders' meetings and will have no voting and dividend rights.</p> <p>The Company must dispose of the shares bought back in the foregoing paragraph within the period of time specified by the Company in the share buy-back program. If the Company fails to dispose of the shares bought back within the specified time, the Company will reduce its paid-up capital by way of registered share cutting for the indisposed portion.</p> <p>The Company may repurchase or sell its shares or reduce its capital or proceed with any acts in connection with the repurchased shares pursuant to the rules and procedures prescribed by laws, The Company shall comply with the laws on securities and exchange. In case the securities of the Company are listed on the Stock Exchange of Thailand, the Company shall also comply with the regulations, notifications, orders or requirements of the Stock Exchange of Thailand.</p> <p>The repurchase of shares of not exceeding ten (10) percent <u>of paid-up shares</u> may be approved by the Board of Directors but an amount exceeding ten (10) percent <u>of paid-up shares</u> shall be approved by the shareholders' meeting with a majority vote of the shareholders who attended the meeting and are entitled to vote. the Company shall repurchase shares within one (1) year as from the resolution by the shareholders' meeting.</p>	<p>earnings and high liquidity and such share buyback will not cause the Company any financial difficulty.</p> <p>The shares held by the Company will not be counted to constitute a quorum in shareholders' meetings and will have no voting and dividend rights.</p> <p>The Company must dispose of the shares bought back in the foregoing paragraph within the period of time specified by the Company in the share buy-back program. If the Company fails to dispose of the shares bought back within the specified time, the Company will reduce its paid-up capital by way of registered share cutting for the indisposed portion.</p> <p>The Company may repurchase or sell its shares or reduce its capital or proceed with any acts in connection with the repurchased shares pursuant to the rules and procedures prescribed by laws, The Company shall comply with the laws on securities and exchange. In case the securities of the Company are listed on the Stock Exchange of Thailand, the Company shall also comply with the regulations, notifications, orders or requirements of the Stock Exchange of Thailand.</p> <p>The repurchase of shares of not exceeding ten (10) percent <u>of the total shares sold</u> may be approved by the Board of Directors but an amount exceeding ten (10) percent <u>of the total shares sold</u> shall be approved by the shareholders' meeting with a majority vote of the shareholders who attended the meeting and are entitled to vote. the Company shall repurchase shares within one (1) year as from the resolution by the shareholders' meeting.</p>

In addition, to facilitate the registration of amendments to the Articles of Association of the Company, the Board of Directors' Meeting deems it appropriate to propose to the shareholders' meeting to consider and approve the authorization to the Chief Executive Officer and/or authorized directors of the Company and/or any persons assigned by the Chief Executive Officer and/or authorized directors of the Company as the authorized person to correct words

or phrases in the documents and/or any application, and/or any proceeding to comply with the Registrar's instruction in order to file for registration of the amendment of the Articles of Association of the Company to the Department of Business Development, Ministry of Commerce.

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

No shareholders requested for amendment.

The Company Secretary proposed the meeting, consider and approve the amendment of the Articles of Association of the Company to be in line with Public Limited Company Act B.E. 2535 (and as amended) and the Ministerial Regulations Specifying the Criteria and Procedures for the Repurchase of Shares, Selling Repurchased Shares and the Write-off of the Company's Repurchased Shares (No.2) B.E. 2565 including relevant authorization.

Approved the amendment of the Articles of Association of the Company to be in line with Public Limited Company Act B.E. 2535 (and as amended) and the Ministerial Regulations Specifying the Criteria and Procedures for the Repurchase of Shares, Selling Repurchased Shares and the Write-off of the Company's Repurchased Shares (No.2) B.E. 2565, including relevant authorization by a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and are entitled to vote as follows:

Approved by	456,872,375	Vote	equivalent to	100.0000
Disapproved by	0	Vote	equivalent to	0.0000
Abstained by	0	Vote	equivalent to	0.0000

Resolution Approved the amendment of the Articles of Association of the Company to be in line with Public Limited Company Act B.E. 2535 (and as amended) and the Ministerial Regulations Specifying the Criteria and Procedures for the Repurchase of Shares, Selling Repurchased Shares and the Write-off of the Company's Repurchased Shares (No.2) B.E. 2565, including relevant authorization as according to the detailed.

Agenda 3 Other matters

Since this agenda item is other matters and the company has no other matters for consideration, this agenda was set for shareholders to inquire or give suggestions about other matters related to the Company.

The Company Secretary invited Mongkon Wanitphakdeedecha M.D., M.Sc. to give opinion on the overall operation of the Company.

Mongkon Wanitphakdeedecha M.D., M.Sc. expressed opinion on the performance in Quarter3. Overall, the performance was in line with the targets, both in terms of revenue and profit growth. From the performance from the Quarter1 to the Quarter3, it is considered to have made satisfactory progress. However, in Quarter3, there was some impact from the reduction of medical service rates for patients with complicated diseases (Adj RW>2) by the Social Security Office, which was reduced from 12,000 baht per RW to 7,200 baht per RW, which changed that had a significant impact. However, despite facing such factors, the overall performance remained at a satisfactory level, reflecting the Company's efforts in its operations since the first quarter and maintaining good performance. For the rest of the year, the Company will manage carefully to ensure that its performance is still in line with the target set and is committed to continuously creating good performance.

The Company Secretary expressed her thanks and informed the shareholders of the following questions:

Question from a shareholder: Piyapong Prasarthong inquire about the progress of the Vichavej Hospital International Thawi Watthana project (new hospital project)

Asst.Prof.Bavornrat Vanadurongvan,M.D. said that the new hospital project was being continuously monitored, which is why a new company was set up to support the operation.

Question from a shareholder: Mr. Pinpisit Tangtumrongroj asked that it possible that we may not get a loan for the new hospital because our cash flow is good.

Sakda Tangjitwattanakorn explained the investment principles for the new hospital project, which is worth approximately 2,735.01 million baht. If all the capital is used from shareholders, the financial costs will be quite high, which will affect investors. Therefore, the fundraising proportions have been divided, with approximately 55 percent borrowed and 45 percent from shareholders, so as not to affect the ability to pay dividends to shareholders. In addition, after receiving suggestions from a financial advisor, it was found that the fundraising structure is appropriate and can efficiently implement the project.

There were neither shareholders nor proxies nor additional inquiries, as well as, there was no shareholder proposing any other matter. For the good practice, the company secretary would be explained after finishing the meeting. The Company will notify the meeting resolution via the Stock Exchange of Thailand's news system within the next day and would complete the preparation of Minutes of the Meeting within 14 days from the meeting date and have it published on the Stock Exchange of Thailand's news system and the Company's website for the shareholders to acknowledge the results of the meeting and be able to verify the meeting.

The Chairman thanked all shareholders for attending the meeting and closed the meeting.

The Meeting adjourned at 14.45 hrs.

..... Signed.....Chairman of the Meeting

(Assoc. Prof. Vichai Vanadurongwan, M.D.,Ph.D.,FIMS)

..... Signed..... Secretary of the Company

(Chalunthorn Trakulveerasak.) Minute Taker