

(F 53-4)

**Capital increase report form**  
**Vibhavadi Medical Center Public Company Limited**  
**February 27,2017**

We Vibhavadi Medical Center Public Company Limited (“The Company “or” VIBHA”), hereby report on the resolution of board of directors meeting no 1/2017, held on February 27, 2017 from 13.30 to 16.00 hours, relating to a capital increase/share allotment as follows:

**1. Capital increase:**

The board meeting passed a resolution approving the increase of the company’s registered capital from THB 1,464,490,925 million to THB 1,595,749,663.60 million by issuing 1,312,587,386 ordinary/preferred shares with a par value of THB 0.10 each, totaling THB 131,258,738.60 million. Details of the each type of capital increase are:-

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB )
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	1,312,587,386 .....	0.10 .....	131,258,738.60 .....
<input type="checkbox"/> General mandate	Ordinary	.....	.....	.....

- If specifying the purpose of utilizing proceeds, all of the following items must be filled out, except item No. 2.2 .

- If under a general mandate, only items No.2.2, No.3 and No.4 need to be filled out.

**2. Allotment of new shares:**

**2.1 If specifying the purpose of utilizing proceeds**

Allotted to	Number of shares (shares)	Ratio (old : new)	Sale price (THB/share)	Subscription and payment period	Note
Existing Shareholders	.....				.....
General public	.....	.....	.....	.....	.....
Other persons (specify)					
To support the conversion/ exercising rights of a given instrument VIBHA-W3	1,012,587,386	1:1	.....	.....	.....
ESOP-W2	300,000,000	1:1			

Remark No.1

The Board of Directors shall be authorized to consider and determine other details in relation to the shares allocation e.g., (1) each allocation of preferred shares or ordinary shares shall be made at one time or from time to time, offering period, offering price, conditions and other details in connection with the allocation of such preferred shares and ordinary shares, (2) to enter into negotiations, agreements, execution of relevant documents and contracts and take any action in connection with the allocation of such preferred shares and ordinary shares, (3) to file an application for approval or waiver and evidence which is necessary and relevant to the allocation of such ordinary shares, including to contact, submit such application, waiver, document and evidence to governmental authority or relevant authority, register such ordinary shares with the Stock Exchange of Thailand, and shall be authorized to take any other necessary and reasonable action in connection with such allocation of the above-mentioned ordinary shares.

2.1.1 The Company's plan in case there is a fraction of shares remaining  
Any fraction of share shall be discarded.

**2.2 If under a general mandate**

Allotted to	Type of shares	Number of shares (shares)	Percentage of paid-up capital <sup>1/</sup>	Note
Existing shareholders	Ordinary Preferred	..... .....	..... .....	..... .....
To supporting the exercise of transferable subscription rights		.....	.....	.....
General public	Ordinary Preferred	..... .....	..... .....	..... .....
Specific persons	Ordinary	.....	.....	.....

<sup>1/</sup> Percentage of paid-up capital on the date that the Board of Directors resolves to increase capital under a general mandate.

**3. Schedule for a shareholders' meeting to approve the capital increase/allotment**

The ordinary meeting of shareholders for 2017 is scheduled to be held on April 27,2017 at 14.00 pm at 9 th floor conference room building 4 Vibhavadi hospital.

The share register will be closed to share transfers in order to determine the right to attend this meeting from - until the meeting has been duly convened.

Or

- The share register will be recorded for share transfer in order to determine the right to attend this meeting on March 20,2017 . Also, \_\_ (one business day after the recording date) March 21,2017 will be the book-closing date on which the shareholder list as specified in section 225 of the Security Act shall be complied.

**4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)**

None

**5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase**

To use as the Company's working capital and/or to repay Company's debt.

**6. Benefits which the Company will receive from the capital increase/share allotment:**

6.1 To increase liquidity to the Company's stocks

6.2 To strengthen the Company's financial status

**7. Benefits which shareholders will receive from the capital increase/share allotment:**

7.1 Dividend policy The Company has annual dividend payout policy of not less than 80% of its net Profit

7.2 Subscribers of new shares issued for this capital increase will be entitled to receive dividends from the Company's business operations upon having a declaration of dividend payment starting from the date when the subscribers are registered as the shareholders of the company.

7.3 Others None

**8. Other details necessary for shareholders to approve the capital increase/share allotment: None**

**9. Schedule of action if the board of directors passes a resolution approving the capital increase or allotment of new shares:**

No.	Procedures of the capital increase	Date/Month/Year
1	The Board of Directors Meeting No.1/2017	February 27,2017
2	Record Date	March 20,2017
3	Collecting names of entitled shareholders under Section 225	March 21,2017
4	The Annual General Meeting of the shareholders	April 27,2017

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

(To be signed by the directors who are authorized to sign on behalf of the Company, with the Company's seal affixed)

Signed \_\_\_\_\_ Authorized director  
(Maj.Gen.Suriya Phalakornkul)  
Chairman

Signed \_\_\_\_\_ Authorized director  
(Mr.Chaisith Viriyamettakul)  
Managing Director