



RJH – SET 14/2019

13 August 2019

Subject : Notification of Asset Acquisition and Connected Transaction
To : The President
The Stock Exchange of Thailand
Attachment : Information memorandum on the asset acquisition and connected transaction

The Board of Directors' Meeting of Rajthanee Hospital Public Company Limited (the "Company") No. 6/2019, held on 13 August 2019 has passed the resolutions on the approval of investment in the other company which is related legal entity. The detail of the transaction is in attachment.

Please be informed accordingly.

Yours sincerely,

(Mr.Surin Prasithirun)
Managing Director



Information Memorandum on the Acquisition of Assets and Connected Transaction

The Board of Directors' meeting of Rajthanee Hospital Public Company Limited No. 6/2019, held on August 13, 2019 resolved to approve the investment in the other company. The transaction is considered as an acquisition of assets according to the Notification of the Capital Market Supervisory Board No. TorChor.20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets dated 31 August 2008 (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 the Acquisition and Disposition of Assets B.E. 2547 (2004) dated 29 October 2004 (**the "Notification of Acquisition or Disposal of Assets"**)

The transaction value is 2.76 percent of the Company's total net tangible assets according to the audited consolidated financial statements ending 30 June 2019. The transaction value is below 15 percent criteria. Therefore, the Company is not required to disclose information on entering into the transaction to the Stock Exchange of Thailand (the "SET").

The entering into of such transaction constitutes an asset acquisition transaction of the Company pursuant to the Notification of Capital Supervisory Board, Tor. Chor. 21/2008 Re: Rules on Connected Transactions dated August 31, 2008 and its amendments, as well as the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and the Acts of Listed Companies concerning Connected Transaction B.E. 2546 (2003) dated November 19, 2003 and its amendments ("Notification on Connected Transactions"). Due to one of the Company's director is related to the invested company. The size of related transaction is above 0.03 percent but less than 3% of the net tangible assets of the Company whereby the Company is required to disclose the information of connected transaction.

Detail of the transaction:

1. Transaction date

After approval by the Company's Board of Directors which is expected to be executed by 31 December 2019

2. Counterparty and related-party

Invested Company : to be established
Relationship : One of the Company's director will be director and major shareholder (directly and indirectly) of the invested company

3. General description of transaction and detail of asset

Invest in newly established company with the objective to operate hospital in Nan province with the registered bed of not less than 100 beds. The Company will invest not exceeding than THB 35 million and not exceeding 20% of registered and paid-up capital of the invested company

4. Transaction Value

THB 35 million



Calculation of transaction value

Calculation Criteria	Calculation	Transaction size
Account Value of the Tangible Asset	$\frac{\text{THB 35.00 million}}{\text{THB 1,266.96 million}^1}$	2.76 percent
Net Profits from Usual Operation	Not qualified	-
Total Value of Consideration Paid	$\frac{\text{THB 35.00 million}}{\text{THB 1,774.93 million}^1}$	1.97 percent
Value of Securities Issued	Not qualified	-

Note: 1. The Company's total asset from the audited consolidated financial statements ending 30 June 2019

5. Opinion of the Board of Directors and/or Audit Committee which is different opinion from the Board of directors

None

The Company certifies that all information contained in this information memorandum is true, accurate as well as prudent and depending on maximizing of shareholder interest. In addition, the proposed of this information memorandum is for providing information only and shall not be created as an offer to buy or subscription of any securities.

Please be informed accordingly.

Yours sincerely,

(Mr.Surin Prasithirun)
Managing Director