Enclosure 2

Intermediate Care and Lab Hospital Public Company Limited

442 Bangwaek Road, Bang Waek Subdistrict, Phasi Charoen District, Bangkok 10160

Tax ID : 0107561000269

The Indicative Terms of Warrants to Purchase Ordinary Shares of

Intermedical Care and Lab Hospital Public Company Limited No. 2 (IMH-W2)

Issuer	Intermedical Care and Lab Hospital Public Company Limited ("Company", "IMH")
Name of Securities Offered	Warrants to purchase ordinary share of Intermedical Care and Lab Hospital Public Company Limited 2 (IMH-W2) (the "Warrant" or "IMH-W2").
Type of the Warrants	Specified name of the holders and transferable
Term of the Warrant	A period of 1 year from the issuance date of the warrants. In this regard, following the issuance of the warrants, the Company shall not extend the term of the warrants.
Number of the Warrants to be Issued and Offered	Not exceeding 118,501,214 units
Number of Shares to be Allocated for the Exercise of the Warrants	Not exceeding 118,501,214 shares (par value of THB 0.50 per share) representing 50.00% of all issued and paid-up shares of the Company (237,002,429 shares)
Offering Price per unit	0.00 THB per unit
Exercise Ratio	1 unit of the IMH-W2 Warrants is entitled to purchase 1 ordinary share of the Company, except where the exercise ratio is adjusted by the conditions for rights adjustment.
Exercise Price	6.00 THB per share (6 Baht per share)
Issuance Date	The Board of Directors, the Executive Committee, the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee, or the Chief Executive Officer shall have the authority to determine the issuance and offering date of the warrants within 1 year from the date on which the shareholders' meeting resolves to approve the

	issuance of the warrants and the shares reserved for the exercise of the warrants.
Offering Method	The Company shall allocate the warrants to the existing shareholders of the Company at the ratio of 2 existing ordinary shares to 1 warrant unit. In the event that any fractional warrants remain from the calculation based on such allocation ratio, such fractions shall be rounded down and disregarded in their entirety (without any compensation).
Exercise Period	The holders of IMH-W2 warrants may exercise all of their rights on the last business day of March, June, September, or December (as the case may be) of each calendar year after the issuance date of the warrants throughout the term of the warrants (the "Exercise Date"). The first exercise date shall fall on the last business day of March, June, September, or December (as the case may be) following the issuance date of the warrants (the "First Exercise Date"), and the final exercise date shall be the date on which the warrants expire (the "Last Exercise Date"). In the event that any such Exercise Date falls on a holiday of the Company, the Exercise Date shall be postponed to the next business day, except for the Last Exercise Date, in which case the Exercise Date shall be moved forward to the immediately preceding business day.
Exercise Notice Period	The holders of IMH-W2 warrants wishing to exercise their rights to purchase the Company's ordinary shares shall notify their intention to exercise the warrants within a period of 5 business days prior to each Exercise Date, except for the final exercise, for which the notification of intention to exercise shall be made no less than 15 days prior to the Last Exercise Date. Once the warrant holders have notified their intention to exercise the warrants to purchase ordinary shares, such notification of intention to exercise shall be irrevocable.

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Secondary Market of the IMH-W2 Warrants	The Company shall further apply for listing of the IMH-W2 Warrants as listed securities on the mai.
Secondary Market for Ordinary Shares from the Exercise of Conversion Right	The Company shall list such ordinary shares arising from the exercise of rights to purchase ordinary shares under the IMH-W2 Warrants as listed securities on mai
Warrant Registrar	Thailand Securities Depository Co., Ltd. or any person appointed to substitute as the registrar of the IMH-W2 Warrants
Impact on Shareholders	Please consider the details set out in the Information Memorandum regarding the Issuance and Offering of Newly Issued Ordinary Shares of Inter Medical Care and Lab Hospital Public Company Limited as attached in Enclosure 4.
Conditions regarding Remaining Warrants	The Company shall cancel all remaining warrants in their entirety.
Events Requiring Adjustment of Rights and Issuance of New Shares to Accommodate the Adjustment of Rights	In the event of any adjustment to the exercise price and exercise ratio pursuant to the adjustment conditions specified in the terms and conditions governing the warrants, which constitutes an event prescribed under Clause 11(4)(b) of the Notification of the Capital Market Supervisory Board No. TorJor. 34/2551 Re: Application for and Approval of Offer for Sale of Newly Issued Warrants and Newly Issued Shares Reserved for Warrants dated 15 December 2008 (as amended), the Company shall adjust the exercise price and exercise ratio for the subscription of newly issued ordinary shares throughout the term of the warrants upon the occurrence of any event that may affect the rights of the warrant holders, in order to preserve the benefits and returns of the warrant holders so that such benefits are not diminished. Such events include the following: 1. When the Company changes the par value of its ordinary shares as a result of a share consolidation or share split. 2. When the Company pays dividends, whether in whole or in part, in the form of ordinary shares to its shareholders.

	3. When the Company offers newly issued ordinary shares to existing shareholders and/or the public and/or private placement investors at a "net price per newly issued ordinary share" lower than 90 percent of the "market price per ordinary share of the Company". 4. When the Company offers any newly issued securities to existing shareholders and/or the public and/or private placement investors, whereby such securities confer rights to convert into ordinary shares or rights to purchase ordinary shares, such as convertible debentures or warrants to purchase ordinary shares, and the "net price per newly issued ordinary share reserved for such rights" is lower than 90 percent of the "market price per ordinary share of the Company". 5. When the Company pays cash dividends in excess of the amount specified in the terms and conditions governing the rights. 6. When any other event similar to those described in no. 1 to 5 occurs, resulting in any benefits or returns to be received by the warrant holders upon exercise of the warrants being less favorable than originally intended. In this regard, the Board of Directors or any person authorized by the Board of Directors or authorized directors acting on behalf of the Company shall have the authority to determine the conditions and other relevant details relating to the adjustment or change of the exercise ratio and exercise price.
Other Conditions	The Board of Directors, the Executive Committee, the Chief Executive Officer, or any person authorized by the Board of Directors, the Executive Committee, or the Chief Executive Officer shall have the authority to determine the rules, conditions, and other details relating to the warrants, including but not limited to the determination of the issuance and offering date of the warrants, the First Exercise Date and the Last Exercise Date, the exercise of the conversion rights of the warrants to purchase ordinary shares, the determination of conditions

	and other details relating to the adjustment of the exercise price and exercise ratio, the negotiation, execution, and entry into relevant documents and agreements, as well as undertaking any necessary and appropriate actions in connection with the issuance and offering of the warrants, including the listing of the warrants and the ordinary shares arising from the exercise of the warrants on the Stock Exchange of Thailand, and the obtaining of approvals from relevant authorities.