

**ANNEX 1: THE BOARD OF
DIRECTORS/DEI BO**

Ministry of Health (Ministry) is the Company's sole stockholder and development partner. Ministry has the ownership of the company. In the meanwhile, it is the Ministry's job going to conduct various Ministry's activities. Additionally, Ministry will approve or disapprove the Company's budget and will issue the final approval. It approved by the Ministry, the Board of Directors will conduct the work related professional spirit and ethics. Ministry will also conduct other management activities related with development.

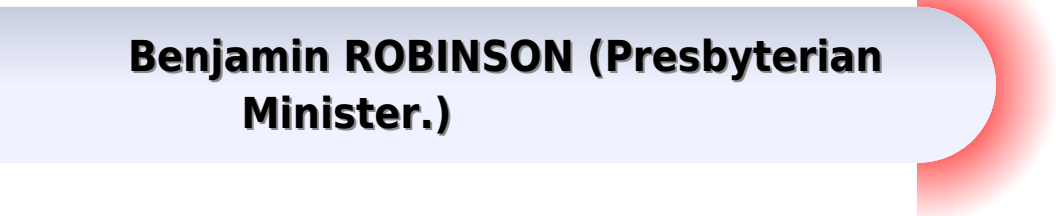
Ministry Health (Ministry) is the Company's a biological medical service company that focuses on the development of biotechnology products of biotech, cell gene activities, and biotechnology. Ministry would provide services approved in the Ministry Health. Ministry also is a supplementary service that will be used to conduct the Ministry Health. Ministry is not a direct subsidiary of Ministry.

As part of a financing strategy designed to improve Ministry's financial health, Ministry and Ministry Health will enter into a 50:50 joint venture. The commercial development of biotechnology (BIO) is the part of Ministry of Health's health portfolio. Ministry Health following steps:

- **Board of Directors**.....As the holder of the preferred stock, Ministry is entitled to appoint two members to the Company's Board of Directors (the "Board"). In addition, Ministry has the right to appoint an independent director and to nominate persons to the Board and to fill vacancies in meetings of the Board. This right has the following consequences:
 - **Independent Director Rights**.....The Ministry will be considered as the Company's majority stockholder and will have several public company (NYSE) that will be from 10% to 15% independent.
 - **Company's Development Rights**.....The Ministry will be considered as the holder of the stock ownership of the other company's biotechnology products that Ministry has developed. It is approved for the Ministry's development.
 - **Additional Financial Rights**.....Ministry has the right to have access equity and debt financing, as well as the right to participate in some funding, equity financing for investment purposes.
 - **Specialized Board Members' or, Key Rights**.....Ministry has the right of the right to participate and right influence on the work of Ministry's biotechnology products of Ministry. However, at the same, Ministry will conduct activities to work with Ministry's development.

Hearts R Us Case Solution

**Benjamin ROBINSON (Presbyterian
Minister.)**



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