

## HC SURGICAL SPECIALISTS LIMITED

Incorporated in the Republic of Singapore

Registration No. 201533429G

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### INTERESTED PERSON TRANSACTION - ENTRY INTO MEMORADUM OF UNDERSTANDING IN RELATION TO A PROPOSED SUBSCRIPTION OF SHARES IN HEALTHCARE ESSENTIALS PTE. LTD. ("HEPL")

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#### 1. INTRODUCTION

The Board of Directors (the "**Board**") of HC Surgical Specialists Limited (the "**Company**") and together with its subsidiaries, the "**Group**") wishes to announce that it has entered into a non-binding memorandum of understanding (the "**MOU**") today with HEPL for a proposed subscription of such number of new ordinary shares in HEPL, which upon completion of the subscription, would be equivalent to 20% of the total issued share capital of HEPL (the "**Proposed Investment**").

HEPL is a Singapore-based company specialised in retail sales of pharmaceutical and medical goods and provision of management consultancy services. HEPL is 100% owned by Mr. Lim Chye Lai, Gjan, the non-executive non-independent director of the Company.

Upon entry into a definitive agreement, the Proposed Investment would constitute an Interested Person Transaction ("**IPT**") under Chapter 9 of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**").

#### 2. PROPOSED INVESTMENT AS IPT AND CHAPTER 9 OF THE CATALIST RULES

Subject to completion of due diligence and entry into a definitive agreement, the proposed consideration for the Proposed Investment is to be 20% of an amount which is two times of the net tangible asset ("**NTA**") value of HEPL as at 31 August 2020 and is estimated to be approximately S\$182,000, representing 1.49% of the Group's latest audited NTA. The latest audited NTA of the Group as at 31 May 2020 is S\$12,219,000.

Accordingly, the Proposed Investment, if completed, is a non-disclosable transaction under the Catalist Rules. This announcement is made on a voluntary basis by the Company.

The MOU shall terminate on the earlier of (a) the date on which a definitive agreement is executed between HEPL and the Company; or (b) the date falling six months from the date of the MOU.

#### 3. RATIONALE FOR THE PROPOSED INVESTMENT

In view that HEPL is in the business of retail sales of pharmaceutical and medical goods and management consultancy services, the Board is of the view that the Proposed Investment will enable the Group to acquire an interest in a medical related company as part of its inorganic growth plans.

#### **4. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS**

Save as disclosed above, none of the other Directors or controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Investment, save for their shareholdings in the Company.

The Company will provide material updates on the Proposed Investment as necessary and in compliance with the Catalist Rules.

By Order of the Board

Dr. Heah Sieu Min  
Executive Director and Chief Executive Officer  
7 October 2020

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#### **About HC Surgical Specialists Limited**

HC Surgical Specialists Limited (the “Company”) was incorporated on 1 September 2015 in Singapore and listed on Catalist of the Singapore Exchange Securities Trading Limited on 3 November 2016. The Company, its subsidiaries and associated company are a medical services group primarily engaged in the provision of endoscopic procedures, including gastroscopies and colonoscopies, and general surgery services with a focus on colorectal procedures across a network of 18 clinics located throughout Singapore.

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This announcement has been prepared by the Company and reviewed by the Company’s sponsor, Novus Corporate Finance Pte. Ltd. (the “Sponsor”), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) Listing Manual Section B: Rules of Catalist.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Mr. Pong Chen Yih, Chief Operating Officer, at 9 Raffles Place, #17-05 Republic Plaza Tower 1, Singapore 048619, telephone (65) 6950 2188.