



HC SURGICAL SPECIALISTS LIMITED

(Company Registration No.: 201533429G)

(Incorporated in the Republic of Singapore on 1 September 2015)

PLACEMENT OF 30,000,000 PLACEMENT SHARES AT S\$0.27 FOR EACH PLACEMENT SHARE, PAYABLE IN FULL ON APPLICATION

Prior to making a decision to purchase the Placement Shares, you should carefully consider all the information contained in the offer document dated 25 October 2016 issued by HC Surgical Specialists Limited in respect of the Placement (the "Offer Document"). This Product Highlights Sheet should be read in conjunction with the Offer Document. You will be subject to various risks and uncertainties, including the potential loss of your entire principal amount invested. If you are in doubt as to investing in the Placement Shares, you should consult your legal, financial, tax or other professional adviser.

This Product Highlights Sheet is an important document.

- It highlights the key information and risks relating to the offer of the Placement Shares contained in the Offer Document. It complements the Offer Document¹.
- You should not purchase the Placement Shares if you do not understand the nature of an investment in shares in a company, our Group's business or are not comfortable with the accompanying risks.
- If you wish to purchase the Placement Shares, you will need to make an application in the manner set out in the Offer Document. If you do not have a copy of the Offer Document, please contact us to ask for one.

| | | | |
|--|---|--|---|
| Company | HC Surgical Specialists Limited | Place of incorporation | Singapore |
| Details of this Placement | 30,000,000 Placement Shares | Total amount to be raised in this Placement | Gross proceeds of S\$8.10 million from the Placement, and net proceeds of approximately S\$6.15 million. |
| Placement Price | S\$0.27 for each Share | Listing status of Issuer and the Securities | Acceptance of applications will be conditional upon, <i>inter alia</i> , issue of the Placement Shares and permission being granted by the SGX-ST for the listing and quotation of all our existing issued Shares, the Placement Shares, the Performance Shares and the Option Shares on Catalist. The Shares are expected to be listed on 3 November 2016. |
| Sponsor, Issue Manager, and Placement Agent | PrimePartners Corporate Finance Pte. Ltd. | | |

¹ The Offer Document, registered by the SGX-ST, acting as agent on behalf of the Monetary Authority of Singapore on 25 October 2016, and the application forms in respect of the Placement Shares may be obtained on request, subject to availability during office hours, from PrimePartners Corporate Finance Pte. Ltd. at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, and is also accessible at the SGX-ST website: <http://www.sgx.com>.

OVERVIEW

WHO ARE WE AND WHAT DO WE DO?

Our Company was incorporated on 1 September 2015 in Singapore under the Companies Act as a company limited by shares under the name of “HC Endoscopy & Surgery Pte. Ltd.” We changed our name to “HC Surgical Specialists Pte. Ltd.” on 25 August 2016, and on 28 September 2016, our Company was converted into a public company and renamed “HC Surgical Specialists Limited”. Our Group is 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 clinics located throughout Singapore.

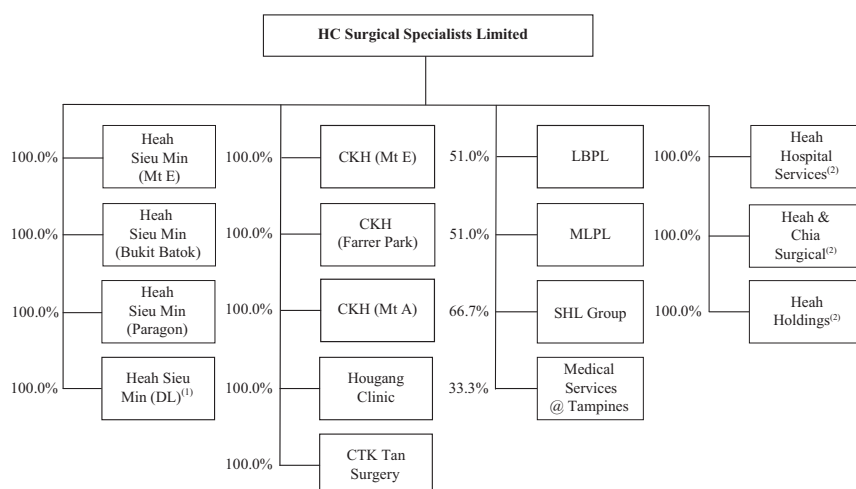
The typical endoscopic procedures we perform include colonoscopy kiv polypectomy and gastroscopy. Endoscopic procedures can be either diagnostic or therapeutic, and can be used to identify and determine how best to treat conditions of the digestive system. During the procedure, a variety of instruments can be passed through the endoscope in order to treat, among others, digestive problems, anal pain, constipation, diarrhoea and irritable bowel syndrome. Polypectomies may also be performed during the procedure in order to remove any polyps (growths) found in the lining of the intestine.

Other common conditions treated by our Group include:

- haemorrhoids;
- anal abscesses;
- anal fissures;
- gallstones and inflammation of the gallbladder;
- hernias;
- colorectal cancer;
- stomach cancer;
- colonic diverticular disease; and
- cysts and lipomas.

We also provide other general surgery and ancillary services.

Our Company became the holding company of our Group, pursuant to a series of restructuring arrangements. Our Group structure and the holding of an Associated Company as at the date of the Offer Document, is as follows:



Notes:

- (1) As at the Latest Practicable Date, Heah Sieu Min (DL) is dormant.
- (2) Each of Heah Hospital Services, Heah & Chia Surgical and Heah Holdings are dormant, and our Group intends to strike off each of these subsidiaries.

Refer to “Offer Document Summary” on page 28 and “General Information on our Group” on page 89 of the Offer Document for more information on our background and business.

WHO ARE OUR DIRECTORS AND KEY EXECUTIVES?

Our Board of Directors comprise the following:

- Chong Weng Hoe (Non-executive Chairman and Independent Director)
- Dr. Heah Sieu Min (Executive Director and Chief Executive Officer)
- Dr. Chia Kok Hoong (Executive Director and Chief Operating Officer)
- Lim Chye Lai, Gjan (Non-Independent Non-executive Director)
- Ooi Seng Soon (Independent Non-executive Director)

Our Executive Officers are Ong Soo Ling, Sophia (Chief Financial Officer), Ouyang Yuxia Connie (Corporate Business Development, Human Resources and Administrative Manager) and Cai Ting Ting (Operations and Marketing Manager).

Refer to “Directors, Executive Officers and Employees” on page 131 of the Offer Document for more information on our Directors and Executive Officers.

WHO ARE OUR CONTROLLING SHAREHOLDERS?

The respective shareholdings in ordinary Shares in our Company of our Controlling Shareholders immediately before the Placement (as at the date of the Offer Document) and after the Placement are summarised below:

| | Before the Placement | | | | After the Placement | | | |
|--------------------|----------------------|-------|------------------|---|---------------------|-------|------------------|---|
| | Direct Interest | | Deemed Interest | | Direct Interest | | Deemed Interest | |
| | Number of Shares | % | Number of Shares | % | Number of Shares | % | Number of Shares | % |
| Dr. Heah Sieu Min | 63,988,980 | 55.02 | – | – | 63,988,980 | 43.73 | – | – |
| Dr. Chia Kok Hoong | 34,753,440 | 29.88 | – | – | 34,753,440 | 23.75 | – | – |

Refer to “Shareholders – Shareholding and Ownership Structure” on page 58 of the Offer Document for more information on our Controlling Shareholders.

HOW WAS OUR HISTORICAL FINANCIAL PERFORMANCE AND WHAT IS OUR CURRENT FINANCIAL POSITION?

Results of operations of our Group

| (S\$'000) | ← Audited → | | | ← Unaudited Pro Forma → |
|--|--------------|--------------|--------------|-------------------------|
| | FY2014 | FY2015 | FY2016 | FY2016 |
| Revenue | 6,885 | 6,868 | 7,907 | 8,748 |
| Profit before income tax | 3,859 | 3,616 | 3,344 | 4,032 |
| Profit attributable to owners of the Company | 3,439 | 3,252 | 2,738 | 3,414 |
| Profit attributable to owners of the Company (excluding listing expenses)^{(1) (2)} | 3,439 | 3,252 | 3,164 | 3,840 |
| EPS (cents) ⁽³⁾ | 2.96 | 2.80 | 2.72 | 3.30 |
| Adjusted EPS (cents) ^{(2) (4)} | 2.35 | 2.22 | 2.16 | 2.62 |

Refer to “Offer Document Summary – Summary of our Financial Information” on page 29, “Selected Combined Financial Information” on page 64 and “Management’s Discussion and Analysis of Results of Operations and Financial Position” on page 67 of the Offer Document for more information on our financial performance and position.

Notes:

- (1) Excludes one-off listing expenses incurred in FY2016 of approximately S\$0.43 million.
- (2) Had the Service Agreements (set out in the section entitled “Directors, Executive Officers and Employees – Service Agreements” of the Offer Document) been in place since 1 June 2015, our audited profit attributable to owners of the Company (excluding listing expenses incurred in FY2016 of approximately S\$0.43 million) and adjusted EPS for FY2016 computed based on our post-Placement share capital of 146,311,530 Shares would have been approximately S\$2.93 million and 2.00 cents respectively.
- (3) For illustrative purposes, the EPS for the financial periods under review have been computed based on profit attributable to owners of the Company (excluding listing expenses incurred in FY2016 of approximately S\$0.43 million) and the pre-Placement share capital of 116,311,530 Shares.
- (4) For illustrative purposes, the adjusted EPS for the financial periods under review have been computed based on profit attributable to owners of the Company (excluding listing expenses incurred in FY2016 of approximately S\$0.43 million) and the post-Placement share capital of 146,311,530 Shares.

Financial Position of our Group

| (S\$'000) | ← Audited → | ← Unaudited Pro Forma → |
|---|-------------------|-------------------------|
| | As at 31 May 2016 | As at 31 May 2016 |
| Non-current assets | 523 | 1,544 |
| Current assets | 6,656 | 6,229 |
| Total assets | 7,179 | 7,773 |
| Current liabilities | 4,981 | 1,310 |
| Total liabilities | 4,981 | 1,310 |
| Equity attributable to owners of the Company⁽¹⁾ | 2,152 | 6,416 |
| Total equity | 2,198 | 6,463 |
| Total equity and liabilities | 7,179 | 7,773 |
| NTA per Share (cents) ⁽¹⁾ | 1.85 | 5.52 |

Note:

- (1) For illustrative purposes, the NTA per Share is computed based on the equity attributable to owners of the Company and the pre-Placement share capital of 116,311,530 Shares.

Key cash flow information

| (S\$'000) | ← Audited → | | |
|---|-------------|------------|--------------|
| | FY2014 | FY2015 | FY2016 |
| Net cash from operating activities | 4,952 | 3,968 | 2,799 |
| Net cash used in investing activities | (337) | (406) | (314) |
| Net cash (used in)/from financing activities | (4,373) | (3,648) | 2,800 |
| Net change in cash and cash equivalents | 242 | (86) | 5,285 |
| Cash and cash equivalents at beginning of financial year | 393 | 635 | 549 |
| Cash and cash equivalents at end of financial year | 635 | 549 | 5,834 |

The most significant factors contributing to our financial performance over FY2016 compared to FY2015 are as follows:

- Our revenue increased approximately S\$1.04 million or 15.13% from S\$6.87 million in FY2015 to S\$7.91 million in FY2016 due to an overall increase in the number of patients and procedures undertaken by our Group.
- Our items of expense increased by approximately S\$1.48 million or 42.05% from S\$3.52 million in FY2015 to S\$5.00 million in FY2016 due mainly to an increase in employee benefits expense, other expenses, finance costs and share of associate losses, which was partially offset by a decrease in inventories and consumables used and depreciation of plant and equipment.
- Our profit before income tax decreased by approximately S\$0.28 million or 7.52% from S\$3.62 million in FY2015 to S\$3.34 million in FY2016. Our profit before income tax margin also decreased from 52.65% in FY2015 to 42.29% in FY2016. The decrease was mainly due to an increase in our items of expenses of approximately S\$1.48 million, slightly offset by an increase in our revenue of approximately S\$1.04 million, and an increase in our items of income of approximately S\$0.17 million.
- In FY2016, we recorded net cash generated from operating activities amounting to approximately S\$2.80 million which was a result of operating cash flows before working capital changes of approximately S\$3.78 million, adjusted for working capital outflow of approximately S\$0.56 million and income tax paid of approximately S\$0.42 million.
- As at 31 May 2016, our equity attributable to owners of our Company, which comprised of share capital, merger reserve and retained earnings, amounted to approximately S\$2.15 million.

The above factors are not the only factors contributing to our financial performance in FY2014, FY2015 and FY2016. Please refer to the other factors set out in “Management’s Discussion and Analysis of Results of Operations and Financial Position” on page 67 of the Offer Document.

INVESTMENT HIGHLIGHTS

WHAT ARE OUR BUSINESS STRATEGIES AND FUTURE PLANS?

Our business strategies and future plans for the continued growth of our business are:

- **Expand our business operations locally and regionally**
We may expand our Group’s medical clinics in Singapore through organic growth, entering into joint ventures or through acquisitions of other clinics. In addition, we had on 9 January 2016 entered into a non-binding memorandum of understanding with T&T Group, the Transport Hospital, JSC, to provide consultancy and training services at the Transport Hospital in Hanoi, Vietnam.

We also intend to acquire general practitioner clinics in close proximity to our existing clinics to secure a consistent stream of patients through general practitioners’ referrals. In addition, we intend to acquire or set up new clinics with other private practitioners and hire more medical professionals, including general surgeons, gastroenterologists, and primary healthcare physicians, so that we may provide a wider range of services which we see increased demand for. We also intend to expand our range of services by improving our equipment, and ensuring that our medical practitioners and employees are trained with the latest advancements in the surgical field.

Refer to “General Information on our Group – Business Strategies and Future Plans” on page 121 of the Offer Document for more information on our strategies and future plans.

- Expand our surgical facilities**
 At present, our Group operates several clinics which have the equipment and facilities required to conduct straightforward endoscopic procedures on site. We are exploring opportunities to further extend our capabilities in the long-term by setting up day surgery centres equipped with surgical facilities for, among others, general surgery, orthopaedics, dental services, ear, nose and throat procedures, urological treatments, ophthalmological services and aesthetic procedures. In addition, we may also consider establishing a hospital offering a comprehensive suite of services in the future.
- Grow our Group’s patient base**
 We intend to diversify our patient base, which presently comprises mainly of individual patients, to include more corporate clients. Our Group intends to target corporate clients by, among others, holding seminars and talks on our capabilities at corporate events to increase awareness of the medical conditions treated and services provided by our Group.

WHAT ARE THE KEY TRENDS, UNCERTAINTIES, DEMANDS, COMMITMENTS OR EVENTS WHICH ARE REASONABLY LIKELY TO HAVE A MATERIAL EFFECT ON US?

The following sections discuss some of the industry trends and drivers for the medical industry in Singapore.

- Rising income and educational levels**
 Singapore has been experiencing rising income levels. The rising affluence in Singapore increases the affordability of private healthcare services. Higher educational standards may also increase awareness of, and drive the demand for, high quality and comprehensive medical services.
- Increasing and ageing population**
 The total population in Singapore has been rising over the years. Declining birth rates coupled with increasing life expectancies is also predicted to result in an ageing population. As Singapore’s population ages, there could be a corresponding increase in the incidence of certain diseases such as colorectal cancer. This may translate into a greater demand for medical services.
- Growth in medical tourism industry**
 Singapore is a regional medical hub which has been attracting an increasing number of foreign patients. The Singapore Tourism Board (a statutory board under Singapore’s Ministry of Trade and Industry) works with the industry to cement Singapore’s position as a destination for high quality advanced healthcare services. The efforts of the Singapore government to promote medical tourism in Singapore will likely boost medical travel and encourage foreign patients to seek out medical treatment in Singapore.
- Increasing number of insured patients in Singapore and the region**
 The health insurance industry in Southeast Asia is expected to grow due to the growing demand for private healthcare insurance as a result of increasing healthcare costs and interest in healthcare services. In addition, Singapore’s ageing population has led to changes being made to the national insurance scheme in Singapore, including an increase in the coverage age under MediShield from 85 to 90 years. These factors have resulted in Singaporeans becoming more well insured, which would likely increase their willingness and ability to seek out private healthcare services such as those offered by our Group.

Refer to “General Information on our Group – Prospects and Trend Information” on page 120 of the Offer Document for more information on our business and financial prospects.

The above are not the only trends, uncertainties, demands, commitments or events that could affect our Group. Please refer to the other factors set out in “Risk Factors” on page 35, “Management’s Discussion and Analysis of Results of Operations and Financial Position” on page 67, “General Information on our Group – Prospects and Trend Information” on page 120 and “General Information on our Group – Business Strategies and Future Plans” on page 121 of the Offer Document.

WHAT ARE THE KEY RISKS WHICH HAD MATERIALLY AFFECTED OR COULD MATERIALLY AFFECT US AND YOUR INVESTMENT IN OUR SECURITIES?

We consider the following to be the most important key risks which had materially affected or could materially affect our business operations, financial position and results, and your investment in our Shares.

- **We are dependent on our Executive Directors, Dr. Heah Sieu Min and Dr. Chia Kok Hoong and other key specialist surgeons**

Our Group was founded by Dr. Heah Sieu Min, our Executive Director and Chief Executive Officer, and Dr. Chia Kok Hoong, our Executive Director and Chief Operating Officer, who each play an instrumental role in our Group. Although we have entered into service agreements with each of Dr. Heah Sieu Min and Dr. Chia Kok Hoong and we continue to develop our talent pool to ensure management continuity, the loss of the services of Dr. Heah Sieu Min or Dr. Chia Kok Hoong may have a material adverse effect on our Group’s management, business operations, financial condition and prospects.

- **We are dependent on our ability to attract and retain skilled and qualified healthcare professionals and management personnel**

Our Group’s performance and growth also depend on our ability to attract and retain other healthcare professionals such as nurses, clinical staff and pharmacy technicians to support our Group’s services. Healthcare professionals require the requisite professional licences and several years of training to qualify. In addition, nurses specialising in endoscopy require additional on the job training of at least eight months to be able to operate the necessary endoscopy equipment effectively. As such, our inability to find suitable and timely replacements for our healthcare professionals and management personnel may result in increased manpower costs for our Group, which may materially and adversely affect the quality of our Group’s services.

- **Our operations are subject to the political, economic and social developments as well as laws, regulations and licensing requirements in Singapore and globally**

While our Group’s clinics currently operate in Singapore, a considerable number of our patients come from the ASEAN region such as Indonesia, Vietnam and Malaysia, and globally from countries such as the People’s Republic of China and Russia. As such, our Group’s business, prospects, financial position and results of operations may be adversely affected by political, economic, social and legal developments in Singapore and globally that are beyond our control.

- **We are subject to regulations and licensing requirements for our operations**

The medical healthcare industry is highly regulated. We and our healthcare professionals are subject to laws and regulations governing, among others, the conduct of our business operations, adequacy of medical care, quality of medical facilities, equipment and services, purchase of pharmaceutical drugs and medications, qualifications of healthcare professionals, and confidentiality and use of health-related information and medical records. Any adverse changes in laws and regulations or the introduction of new applicable laws and regulations could result in, among others, more stringent requirements and/or an increase in compliance costs.

Refer to “Risk Factors” on page 35 of the Offer Document for more information on risk factors.

• **We are subject to risks of medical and legal claims, regulatory actions and professional liability arising from the provision of our healthcare services**

The provision of professional healthcare services entails inherent risks of liability. Our Group provides specialist medical services including, among others, endoscopy, testing, advice, treatment and surgical services for medical conditions, which do not have guaranteed positive outcomes. As such, we are susceptible to complaints, allegations and legal actions, with or without merit, which may be made or taken against us and/or our healthcare professionals in relation to, *inter alia*, our services, pricing, marketing activities, negligence or medical malpractice. Any complaint against us or our medical practitioners or healthcare professionals may also result in investigations and/or disciplinary actions by the relevant governing professional body (including SMC and MOH) which could in turn result in fines, suspension and/or revocation of licences.

• **Our Group does not have a long operating history and there is no assurance that our future plans will be successful**

Although our medical practitioners and healthcare professionals have extensive medical experience, our Group does not have a long operating history on which our past performance may be judged. There is no assurance that our Group will be successful in implementing our future growth plans and that we would be able to realise the expected profits, growth, or synergies expected from our Group’s expansion.

The above are not the only risk factors that had a material effect or could have a material effect on our business operations, financial position and results, and your Shares. Please refer to “Risk Factors” on page 35 of the Offer Document for a discussion on other risk factors and for more information on the above risk factors. Prior to making a decision to invest in our Shares, you should consider all the information contained in the Offer Document.

WHAT ARE THE RIGHTS ATTACHED TO THE SECURITIES OFFERED?

As at the date of the Offer Document, our issued and paid-up share capital was S\$4,721,225, comprising 116,311,530 Shares.

We have only one class of shares, and the Shares offered will have the same rights as our other existing issued and paid-up Shares, including voting rights. Subject to our Constitution, Shareholders will be entitled to all rights attached to their Shares in proportion to their shareholding, such as any cash dividends declared by our Company and any distribution of assets upon liquidation of our Company.

There is no restriction on the transfer of fully paid Shares except where required by law or the Catalist Rules, save as disclosed in “Shareholders – Moratorium” on page 59 of the Offer Document.

Refer to “Share Capital” on page 52, “Description of our Shares” on page 163 and “General and Statutory Information – Share Capital” on page 176 of the Offer Document for more information on the Shares offered in the Placement.

HOW WILL THE PROCEEDS OF THE OFFER BE USED?

The estimated net proceeds to be raised by our Company from the Placement, after deducting the aggregate estimated cash expenses in relation to the Placement of approximately S\$1.95 million, will be approximately S\$6.15 million.

Refer to the “Use of Proceeds and Listing Expenses” on page 48 of the Offer Document for more information on our use of proceeds.

We intend to use our gross proceeds from the issue of the Placement Shares in the following manner:

| Use of proceeds | Amount (S\$'000) | Estimated amount allocated for each dollar of the gross proceeds raised from the Placement (as a % of the gross proceeds) |
|---|---------------------|---|
| Expand business operations locally and regionally | 2,800 | 34.57 |
| Expand surgical facilities | 1,200 | 14.81 |
| Working capital | 2,147 | 26.51 |
| Listing expenses | 1,953 | 24.11 |
| Total | 8,100 | 100.00 |

WILL WE BE PAYING DIVIDENDS AFTER THE OFFER?

Our Company has not distributed any cash dividend on our Shares since incorporation. Save as disclosed below, none of our subsidiaries has declared or paid dividends in respect of each of the last three financial years ended 31 May 2014, 2015 and 2016:

| Subsidiary | Dividends paid in respect of | | | | | |
|-----------------------------|------------------------------|-----------------------------------|----------------|-----------------------------------|--------------------------|-----------------------------------|
| | FY2014 | | FY2015 | | FY2016 | |
| | Total (S\$) | Per share ⁽¹⁾ (S\$) | Total (S\$) | Per share ⁽¹⁾ (S\$) | Total (S\$) | Per share ⁽¹⁾ (S\$) |
| Heah Sieu Min (Mt E) | 813,000 | 406,500 | 1,089,000 | 544,500 | 1,739,000 ⁽²⁾ | 869,500 ⁽²⁾ |
| Heah Sieu Min (Bukit Batok) | 341,000 | 170,500 | 269,000 | 134,500 | 348,000 ⁽²⁾ | 174,000 ⁽²⁾ |
| Heah Sieu Min (Paragon) | 119,000 | 59,500 | 128,000 | 64,000 | – | – |
| Heah Holdings | 156,000 | 78,000 | 232,000 | 116,000 | – | – |
| Heah Hospital Services | 407,000 | 203,500 | 357,000 | 178,500 | – | – |
| Heah & Chia Surgical | 206,000 | 20.60 | 198,209 | 19.82 | – | – |
| CKH (Mt E) | 845,000 | 8.45 | 1,338,000 | 13.38 | 800,000 ⁽²⁾ | 8 ⁽²⁾ |
| CKH (Farrer Park) | 320,000 | 160,000 | 62,000 | 31,000 | – | – |
| CKH (Mt A) | 204,000 | 102,000 | 76,000 | 38,000 | 597,000 ⁽²⁾ | 298,500 ⁽²⁾ |
| SHL Group | 80,400 | 26,800 | 163,500 | 54,500 | 172,830 | 57,610 |

Notes:

- (1) Based on the number of outstanding shares for the respective subsidiaries.
- (2) The dividends relate to final dividends declared in respect of FY2016 by the respective subsidiaries on 28 September 2016 and which was paid to our Company on 30 September 2016.

Refer to the “Dividend Policy” on page 50 and “Risk Factors – Risks Relating to an Investment in our Shares – We may not be able to pay dividends in the future” on page 47 of the Offer Document for more information on our dividend policy.

Our Directors intend to recommend and distribute dividends of not less than 70.0% of our profit after tax for FY2017, FY2018 and FY2019 (the “**Proposed Dividends**”) as we wish to reward Shareholders for participating in our Group’s growth. However, investors should note that all the foregoing statements including the statement on the Proposed Dividends are merely statements of our present intention and shall not constitute legally binding statements in respect of our future dividends which may be subject to modification (including reduction or non-declaration thereof) in our Directors’ sole and absolute discretion.

While our Directors intend to recommend and distribute the Proposed Dividends, we currently do not have a fixed dividend policy. The form, frequency and amount of future dividends on our Shares that our Directors may recommend or declare in respect of any particular financial year or period will be subject to factors deemed relevant by our Directors.

DEFINITIONS

Companies within our Group and our Associated Company

| | | |
|---|---|--|
| “CKH (Farrer Park)” | : | CKH (Farrer Park) Pte. Ltd. (formerly known as Chia Hospital Services Pte. Ltd.), our subsidiary |
| “CKH (Mt A)” | : | CKH (Mt A) Pte. Ltd. (formerly known as CKH (GH) Pte. Ltd.), our subsidiary |
| “CKH (Mt E)” | : | CKH (Mt. E) Pte. Ltd., our subsidiary |
| “Company” | : | HC Surgical Specialists Limited |
| “CTK Tan Surgery” | : | CTK Tan Surgery Pte. Ltd., our subsidiary |
| “Group” | : | Our Company and our subsidiaries |
| “Heah & Chia Surgical” | : | Heah & Chia Surgical Associates Pte. Ltd., our subsidiary |
| “Heah Holdings” | : | Heah Holdings Pte. Ltd., our subsidiary |
| “Heah Hospital Services” | : | Heah Hospital Services Pte. Ltd., our subsidiary |
| “Heah Sieu Min (Bukit Batok)” | : | Heah Sieu Min (Bukit Batok) Pte. Ltd., our subsidiary |
| “Heah Sieu Min (DL)” | : | Heah Sieu Min (DLeedon) Pte. Ltd., our subsidiary |
| “Heah Sieu Min (Mt E)” | : | Heah Sieu Min (Mt E) Pte. Ltd., our subsidiary |
| “Heah Sieu Min (Paragon)” | : | Heah Sieu Min (Paragon) Pte. Ltd., our subsidiary |
| “Hougang Clinic” | : | Hougang Clinic Pte. Ltd., our subsidiary |
| “LBPL” | : | LAI BEC Pte. Ltd., our subsidiary |
| “Medical Services @ Tampines” or “Associated Company” | : | Medical Services @ Tampines Pte. Ltd., our associated company |
| “MLPL” | : | Malcolm Lim Pte. Ltd., our subsidiary |
| “SHL Group” | : | SHL Group Pte. Ltd., our subsidiary |
| General | | |
| “Catalist” | : | The sponsor-supervised listing platform of the SGX-ST |
| “Catalist Rules” | : | The rules in the SGX-ST Listing Manual Section B: Rules of Catalist |
| “CDP” | : | The Central Depository (Pte) Limited |
| “Companies Act” | : | The Companies Act, Chapter 50 of Singapore, as amended, supplemented or modified from time to time |

| | | |
|--|---|---|
| “Controlling Shareholder” | : | In relation to a corporation, means: (a) a person who in fact exercises control over the corporation; or (b) a person who directly or indirectly has an interest of 15% or more of the total votes attached to all the voting shares in a corporation, unless he does not exercise control over the corporation |
| “Director” | : | A director of our Company as at the date of the Offer Document |
| “EPS” | : | Earnings per Share |
| “FY” | : | Financial year ended or, as the case may be, ending 31 May |
| “Latest Practicable Date” | : | 27 September 2016, being the latest practicable date before the lodgement of the Offer Document with the SGX-ST |
| “Option Shares” | : | The new Shares which may be issued and allotted upon exercise of the share options which may be granted pursuant to HCSS Employee Share Option Scheme |
| “Performance Shares” | : | The new Shares which may be issued and allotted pursuant to the HCSS Performance Share Plan |
| “Placement” | : | The placement of the Placement Shares by the Placement Agent on behalf of our Company for subscription at the Placement Price subject to and on the terms and conditions set out in the Offer Document |
| “Placement Shares” | : | The 30,000,000 new Shares which are the subject of the Placement |
| “Service Agreements” | : | The service agreements entered into between our Company and each of Dr. Heah Sieu Min, Dr. Chia Kok Hoong and Ong Soo Ling, Sophia as described in the section entitled “Directors, Executive Officers and Employees – Service Agreements” on page 138 of the Offer Document |
| “SGX-ST” | : | Singapore Exchange Securities Trading Limited |
| “Share(s)” | : | Ordinary share(s) in the capital of our Company |
| “Shareholder(s)” | : | Registered holders of Shares, except where the registered holder is CDP, the term “Shareholder” shall, in relation to such Shares mean the depositors whose securities accounts are credited with Shares |
| Name used in this Products Highlights Sheet | | Name in National Registration Identity Card |
| “Ong Soo Ling, Sophia” | : | Ong Soo Ling (Wang Suling) |

CONTACT INFORMATION

WHO CAN YOU CONTACT IF YOU HAVE ENQUIRIES RELATING TO OUR OFFER?

HOW DO YOU CONTACT US?

| | | |
|--|---|---|
| The Issuer | : | HC Surgical Specialists Limited |
| <i>Registered Office</i> | : | 80 Robinson Road, #02-00, Singapore 068898 |
| <i>Business Address</i> | : | 233 River Valley Road, #B1-04/05 RV Point, Singapore 238291 |
| <i>Telephone No.</i> | : | +65 6205 0345 |
| Sponsor, Issue Manager and Placement Agent: PrimePartners Corporate Finance Pte. Ltd. | | |
| <i>Address</i> | : | 16 Collyer Quay #10-00 Income at Raffles Singapore 049318 |
| <i>Telephone No.</i> | : | +65 6229 8088 |