



**Q & M Dental Group (Singapore) Limited**  
(Company Registration Number: 200800507R)

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**JOINT VENTURES RELATING TO DAN DE (丹德) DENTAL CLINICS IN NANJING AND  
AIYASHI (爱雅仕) DENTAL CLINICS IN BEIJING**

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**1. INTRODUCTION**

The Board of Directors (the "**Board**") of Q & M Dental Group (Singapore) Limited (the "**Company**") refers to the announcements made on 2 August 2010 titled (a) "Joint Venture Relating to Dan De (丹德) Dental Clinics in Nanjing" (the "**Dan De Announcement**") in relation to the joint venture by QDGC in respect of the Dan De (丹德) dental clinics in Nanjing and (b) "Joint Venture Relating to Aiyashi (爱雅仕) Dental Clinics in Beijing" (the "**Aiyashi Announcement**") in relation to the joint venture by QDGC in respect of the Aiyashi (爱雅仕) dental clinics in Beijing. All terms not defined herein shall bear the same meanings as set out in the Dan De Announcement or the Aiyashi Announcement (as the case may be).

**2. THE DAN DE JOINT VENTURE**

2.1 Further to the Dan De Announcement, the Board is pleased to announce the completion of:

- (a) the allotment and issue by QMDS to Dr Lou of five (5) QMDS Shares at a consideration of S\$5.00; and
- (b) the allotment and issue by QMDS to QDGC of three (3) QMDS Shares at a consideration of S\$1,515,150 (equivalent to RMB7,500,000 at an agreed exchange rate of S\$1.00 = RMB4.95),

under the terms and conditions of the SSA.

2.2 Based on the issued and paid-up share capital of QMDS as at the date hereof, following the completion of the above, the net tangible asset value of the QMDS Shares is S\$1,515,157. From the date of its incorporation on 17 May 2010 to the date hereof, QMDS has not generated any income.

2.3 As a result of the completion of the above, QDGC has decreased its shareholding interest in QMDS from 100% to 50%, and QMDS is now an associated company of the Company.

**3. THE AIYASHI JOINT VENTURE**

3.1 Further to the Aiyashi Announcement, the Board is pleased to also announce the completion of:

- (a) the transfer by QDGC of 49 QMDB Shares and 21 QMDB Shares to WJL and WHP respectively; and
- (b) the payment by QDGC of S\$985,915 to WJL and S\$422,535 to WHP, amounting to an aggregate sum of S\$1,408,450 (being the equivalent of RMB7,000,000 at the agreed exchange rate of S\$1.00 to RMB4.97),

under the terms and conditions of the Shareholders Agreement.

As set out in the Aiyashi Announcement, WJL and WHP shall extend to QMDB the amount set out in paragraph 3.1(b) as shareholders' loans to fund the opening of new clinics, the purchase of new advanced equipment and for the other working capital needs of the Clinics.

- 3.2 Based on the issued and paid-up share capital of QMDB as at the date hereof, the net tangible asset value of the QMDB Shares is S\$20.00. From the date of its incorporation on 17 May 2010 to the date hereof, QMDB has not generated any income.
- 3.3 As a result of the completion of the above, QDGC has decreased its shareholding interest in QMDB from 100% to 30%, and QMDB is now an associated company of the Company.

On Behalf of the Board

Dr Ng Chin Siau  
Executive Director  
11 August 2010

The initial public offering of the Company's shares was sponsored by Collins Stewart Pte. Limited.