



Q & M DENTAL GROUP (SINGAPORE) LIMITED

(Company Registration Number 200800507R)

(Incorporated in the Republic of Singapore)

COMPLETION OF PROPOSED ACQUISITION OF QINHUANGDAO AIDITE HIGH TECHNICAL CERAMIC CO., LTD.

1. Introduction

The Board of Directors (the “**Board**”) of Q & M Dental Group (Singapore) Limited (the “**Company**”) refers to the announcements made by the Company on 18 November 2013, 24 February 2014, 28 February 2014 and 18 March 2014 (“**Previous Announcements**”) in respect of the proposed acquisition of 100% of the share capital of Aidite High Technical Ceramic Co., Ltd. (“**Aidite**”) based in Qinhuangdao, China through Q & M China (the “**Proposed Acquisition**”).

Unless otherwise defined, all capitalised terms used or referred to in this announcement shall have the same meanings as ascribed to them in the Previous Announcements.

2. Completion of the Proposed Acquisition

2.1 The Board is pleased to announce that the completion of the Proposed Acquisition (the “**Completion**”) has taken place today at the following revised consideration:

- a. RMB 39.5 million (approximately S\$8.03 million)¹ in cash to the Sellers; and
- b. RMB 35 million (approximately S\$7.11 million) shall be injected as capital into Aidite for the expansion of Aidite.

2.2 The Parties have also agreed as follows:

- (a) that the Company shall inject RMB 35 million into Aidite subject to the Sellers fulfilling certain ancillary conditions; and
- (b) that the Profit Guarantee for year 2014 shall be prorated to reflect that the Profit Guarantee shall commence from 1 July 2014 and the Profit Guarantee Period remains as 12 years starting from 1 July 2014.

2.3 Upon Completion, Aidite has become a wholly-owned subsidiary of the Company.

3 Non-Compete Agreement

The Company also wishes to announce that the Company has today entered in to a global non-competition agreement with the Sellers (the “**Non-Compete Agreement**”). Pursuant to terms of the Non-Compete Agreement, the Sellers have undertaken, jointly and severally, for the duration of their 12 years Service Agreements (and for 2 years after the expiration of the Service Agreement), not to engage in, *amongst others*, competitive behaviour against the Company for a consideration of RMB 5.5 million (approximately S\$1.12 million).

¹ The exchange rate of S\$1 to RMB 4.92 has been used in this announcement.

4 General

The Company will make further announcements of material information at the appropriate junctures.

By Order of the Board
Q & M Dental Group (Singapore) Limited

Dr. Ng Chin Siau
Group Chief Executive Officer
13 August 2014

About Q & M Dental Group (全民牙医集团 (新加坡) 有限公司)

Q & M Dental Group [QC7.SI] is a growing private dental healthcare group in Asia. The Group operates the largest network of dental outlets in Singapore and is building its presence in the People's Republic of China ("PRC") and Malaysia.

Founded in 1996, Q & M Dental Group has built an established brand through its reputation as a reliable provider of quality dental healthcare services. In Singapore, the Group has more than 55 dental clinics and centres strategically located island-wide and 1 mobile dental clinic. It also owns two dental supplies and equipment distribution companies. The Group has a team of about 170 experienced dentists, supported by about 300 clinic support staff, to provide quality service to its patient pool of more than 600,000 island-wide.

Q & M Dental Group is presently executing plans to expand its presence in the overseas markets. To-date, the Group has invested in two dental healthcare groups in the PRC that operate a total of seven dental clinics, one dental centre and a mobile dental clinic in Beijing and Nanjing cities. It operates two clinics in Shanghai. It also operates 8 clinics in Malaysia and a dental equipment distribution company.

The Group was listed on the Main Board of the SGX-ST on 26 November 2009. For further information on Q & M Dental Group, please visit the Group's website at www.QandMDental.com.sg.

For more information please contact:

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