



Q & M DENTAL GROUP (SINGAPORE) LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 200800507R)

**GRANT OF CALL OPTION TO HERITAS HELIOS INVESTMENTS PTE. LTD. –
SUPPLEMENTAL AGREEMENT**

1. Introduction

- 1.1 The Board of Directors (the “**Board**”) of Q & M Dental Group (Singapore) Limited (the “**Company**”) refers to its announcement dated 26 May 2014 in relation to, amongst other things, the grant of a call option (the “**Call Option**”) to Heritas Helios Investments Pte. Ltd. (“**HHI**”) to subscribe for up to 63,000,000 new ordinary shares in the capital of the Company (the “**Previous Announcement**”).
- 1.2 Unless otherwise defined, all capitalised terms used in this Announcement shall bear the same meanings given to them in the Previous Announcement.

2. Adjustments

- 2.1 The Board wishes to announce that the Company has today entered into a supplemental agreement to the Call Option Agreement (the “**Supplemental Agreement**”) with HHI. Pursuant to the terms of the Supplemental Agreement, the Parties have agreed, *inter alia*, that the minimum Issue Price and under certain limited circumstances, the number of Call Option Shares, will be subject to adjustments based on the provisions contained in the Supplemental Agreement. The circumstances requiring adjustments are consolidation or subdivision of Shares, capitalisation issues, rights issues and certain capital distributions.
- 2.2 Any such adjustments shall (unless otherwise provided under the rules of the SGX-ST from time to time) be announced by the Company on the SGXNET.
- 2.3 Further details of the Supplemental Agreement will be provided in the Company’s circular to Shareholders in respect of the Call Option.

3. GENERAL

A copy of the Call Option Agreement and the Supplemental Agreement are available for inspection by Shareholders at the registered office of the Company at 81 Science Park Drive, #02-04, The Chadwick, Singapore Science Park 1, Singapore 118257 during normal business hours for a period of three (3) months from the date of this Announcement.

**BY ORDER OF THE BOARD
Q & M DENTAL GROUP (SINGAPORE) LIMITED**

Dr. Ng Chin Siau
Group Chief Executive Officer
22 September 2014