



Q & M DENTAL GROUP (SINGAPORE) LIMITED
(Company Registration Number 200800507R)
(Incorporated in the Republic of Singapore)

**UPDATE ON PROPOSED ACQUISITIONS OF
PANJIN CITY DENTAL CLINICS,
PANJIN JINSAI DENTAL CLINIC AND
GAIZHOU CITY DENTAL CLINIC
LOCATED IN LIAONING PROVINCE, CHINA**

1. INTRODUCTION

The Board of Directors (the "**Board**") of Q & M Dental Group (Singapore) Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to its announcements dated 3 June 2015, 5 July 2015 and 5 October 2015 (the "**Previous Announcements**") with respect to Shenyang Xin' Ao Hospital Management Co., Ltd. ("**Xin' Ao MC**"), an indirect subsidiary of the Company and operating the Shenyang Aoxin Q & M Group of stomatology hospitals and clinics in Shenyang, entering into separate non-binding memorandum of understandings ("**MOUs**") and non-binding master agreements ("**Master Agreements**") to:

- (a) acquire a 60% stake in 3 dental clinics located in Panjin City, Liaoning Province, China ("**Panjin City Dental Clinics**") from Mdm Ren Hong ("**Dr. Ren**");
- (b) acquire a 60% stake in a dental clinic located in Panjin City, Liaoning Province, China ("**Panjin Jinsai Dental Clinic**") from Dr. Zhang Chun ("**Dr. Zhang**"); and
- (c) acquire a 60% stake in a dental clinic located in Gaizhou City, Liaoning Province, China ("**Gaizhou City Dental Clinic**") from Mdm Li Zhuo ("**Dr. Li**") and Mdm Gao Huiying ("**Mdm Gao**").

(collectively the "**Proposed Acquisitions**" and each a "**Proposed Acquisition**").

2. UPDATE ON THE PROPOSED ACQUISITIONS

- 2.1 Further to the Previous Announcements, the Company is pleased to announce that Xin' Ao MC had on 19 October 2015 entered into definitive agreements (the "**Definitive Agreements**") with each of Dr. Ren and Dr. Zhang and jointly with Dr. Li and Mdm Gao in order to give effect to the Proposed Acquisitions. The terms of the Definitive Agreements are in conformity with the MOUs and the Master Agreements.

Please refer to the Previous Announcements for more information on the terms of the Proposed Acquisitions.

2.2 The Company had on 19 October 2015 also entered into a supplemental agreement with each of Dr. Ren and Dr. Zhang and jointly with Dr. Li and Mdm Gao in order to make the Master Agreements legally binding with immediate effect.

3. RATIONALE FOR THE PROPOSED ACQUISITION

The Proposed Acquisition is in line with the Company's plan to continue the expansion of its dental business in China and allows the Group to add 4 fully operational clinics in the same region.

4. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Directors and substantial shareholders have any interests, direct or indirect, in the Proposed Acquisition, other than through each of their respective shareholding interests, direct and/or indirect (if any), in the Company.

5. DISCLOSURE OBLIGATIONS

The Proposed Acquisitions constitute "non-discloseable" transactions under Chapter 10 of the Listing Manual and copies of the MOUs, Master Agreements and Definitive Agreements are available for inspection by shareholders of the Company 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

Vitters Sim
Chief Financial Officer
20 October 2015

For more information, please contact:

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