



**Q & M DENTAL GROUP (SINGAPORE) LIMITED**

(Incorporated in the Republic of Singapore)

(Company Registration No. 200800507R)

---

**PROPOSED ACQUISITION OF 100% SHAREHOLDING  
IN  
“MEDSOLUTIONS PTE LTD” (“MPL”)**

---

**1. THE PROPOSED ACQUISITION**

- 1.1 The Board of Directors (the "Board") of Q & M Dental Group (Singapore) Limited (the "Company" and together with its subsidiaries, the "Group") is pleased to announce that Q & M Medical Group (Singapore) Pte Ltd ("QMMG"), a wholly-owned subsidiary of the Company ("the "Purchaser"), have on 1 April 2013 entered into a conditional share sale agreement (the "Agreement") with Boey Mao Jie ("BMJ") (the "Current Shareholder") for the acquisition (the "Proposed Acquisition") from BMJ of 120,000 ordinary shares of S\$1.00 each in the capital of Medsolutions Pte Ltd (the "Shares"), representing 100% of MPL's issued and paid-up share capital of S\$120,000 (the "Sale Shares"), for a cash consideration of S\$80,000 (the "Consideration"). Following the completion of the Proposed Acquisition, the Purchaser shall hold all the shares in MPL and accordingly MPL shall become a wholly owned subsidiary of the Company.
- 1.2 The current shareholder of MPL is BMJ who owns the entire paid up capital of MPL. MPL owns and operates a general practice medical clinic known as Simplyhealth Medical Clinic & Surgery ("Clinic") in Singapore.
- 1.3 The sale and purchase of the Shares is subject to, inter alia, the following conditions precedent:
- (a) All relevant medical and clinic licences have been obtained for the operation of the Clinic;
  - (b) The MPL shall be free of any liabilities at the date of Completion; and
  - (c) The Purchaser being wholly satisfied with the legal, financial and operational due diligence on MPL.
- 1.4 As each of the relative figures as computed on the applicable bases set out in Rule 1006 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "Listing Manual") is less than 5%, the Proposed Acquisition is a "Non-discloseable transaction" under Rule 1008 of the Listing Manual.

**2. RATIONALE FOR THE PROPOSED ACQUISITION**

The Proposed Acquisition is in line with the Group's plan to diversify into medical business in Singapore. This is the first general practice medical clinic being acquired by the Group in Singapore.

**3. CONSIDERATION FOR THE PROPOSED ACQUISITION**

The Consideration will be satisfied fully in cash, and was arrived at on a willing buyer, willing seller basis. In arriving at the Consideration, the Board had taken into account MPL's assets valued at approximately S\$80,000. The Board is of the opinion that the consideration is fair given the assets of MPL and for entry of the Group into general practice medical sector as further explained in paragraph 2 on the rationale for the Proposed Acquisition.

**4. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS**

None of the Company's directors or controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Acquisition, save for their interests arising by way of their shareholdings and/or directorships, as the case may be, in the Company.

**5. DOCUMENTS FOR INSPECTION**

Copy of the Option is available for inspection during normal business hours at the registered office of the Company at Block 67 Ayer Rajah Crescent #05-12/14, Ayer Rajah Industrial Estate, Singapore 139950 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 Director  
2 April 2013

---

### **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 51 dental clinics strategically located island-wide, four dental centres and one 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 450,000 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 and the Group also operates 2 clinics in Shanghai. It also operates 2 dental clinics in Klang Valley and 3 clinics in Johor Bahru, Malaysia.

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](http://www.QandMDental.com.sg)

---