



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

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**COMPLETION OF THE PROPOSED ACQUISITIONS OF  
TIONG BAHRU DENTAL CLINIC  
AND BRIGHT SMILE DENTAL CLINIC**

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**1. INTRODUCTION**

1.1 The Board of Directors (the "**Board**") of Q & M Dental Group (Singapore) Limited (the "**Company**") and together with its subsidiaries, the "**Group**") wishes to refer to its announcement on 12 May 2015 (the "**Previous Announcement**") whereby it was announced that the Company had entered into a binding points of agreement dated 11 May 2015 ("**POA**") with Dr. Chong Tuck Fung ("**Dr. Chong**"), and Dr. Mok Tong Bee to acquire 100% of the shareholding in the following companies:

- (a) Tiong Bahru Dental Surgery Pte Ltd (Company registration number: 200615986W) a company incorporated in Singapore and having its registered office at 298 Tiong Bahru Road, #01-03A, Central Plaza, Singapore 168730 ("**Tiong Bahru Dental**") and having an issued and paid-up share capital of S\$100,000 comprising of 100,000 ordinary shares; and
- (b) Bright Smile Dental Surgery Pte Ltd (Company registration number: 200804578C) a company incorporated in Singapore and having its registered office at 18 Jalan Membina, #01-05, Singapore 164018 ("**Bright Smile Dental**") and having an issued and paid-up share capital of S\$2 comprising of 2 ordinary shares,

(collectively known as the "**Tiong Bahru Clinics**").

Capitalised terms used herein, unless otherwise stated, shall have the same meaning given to them in the Previous Announcement.

- 1.2 Pursuant to a restructuring of the Tiong Bahru Clinics, Dr. Chong became the sole shareholder (the "**Vendor**") of the Tiong Bahru Clinics.
- 1.3 The Company entered into a share purchase agreement (the "**SPA**") with the Vendor to acquire 100% of his shareholding in the Tiong Bahru Clinics on 31 August 2015 (the "**Proposed Acquisition**"). The Company also entered into a 6-year service agreement with the Vendor on the same day.
- 1.4 The Proposed Acquisition has been completed on 1 September 2015.

**2. THE PROPOSED ACQUISITION**

2.1 The key terms of the Proposed Acquisition under the SPA mirrors those provided in the POA. Please refer to the Previous Announcement for further information on the purchase consideration and other material terms and conditions of the Proposed Acquisition. A copy of the Previous Announcement is available on the website of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") at [www.sgx.com](http://www.sgx.com).

2.2 The Company will be making an application to the SGX-ST for the listing and quotation of the Consideration Shares.

2.3 The Proposed Acquisition constitutes a “non-discloseable” transaction under Chapter 10 of the Listing Manual of the SGX-ST.

### **3. 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.

### **4. DOCUMENTS FOR INSPECTION**

A copy of the POA and the SPA is 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.

### **5. FURTHER INFORMATION**

A separate announcement will be made by the Company upon the allotment and issue of the Consideration Shares to the Vendor and the listing and quotation of the Consideration Shares on the Main Board.

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

Vitters Sim  
Chief Financial Officer  
1 September 2015

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