Q & M Dental Group (Singapore) Limited
(Company Registration Number 200800507R)
(Incorporated in the Republic of Singapore)

ENTRY INTO A MEMORANDUM OF UNDERSTANDING IN RELATION TO A PROPOSED ACQUISITION OF A DENTAL GROUP IN SINGAPORE

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1. INTRODUCTION

The board of directors (the "**Board**" or the "**Directors**") of Q & M Dental Group (Singapore) Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that the Company has entered into a non-binding memorandum of understanding on 4 March 2026 ("**Singapore MOU**") in respect of the Company's proposed acquisition of a Singapore dental group (the "**Singapore Dental Group**") (the "**Proposed Singapore Acquisition**").

2. PROPOSED SINGAPORE ACQUISITION

2.1. Information on the Singapore Dental Group

The Singapore Dental Group is a company incorporated under the laws of Singapore and operates a network of multiple dental clinics across Singapore, providing a comprehensive range of dental services, including but not limited to general dentistry, aesthetic dentistry, family dentistry and orthodontics. The Singapore Dental Group has an established track record in the provision of dental services, enabling patients to access professional services at competitive price points.

2.2. Details of the Proposed Singapore Acquisition

Under the Proposed Singapore Acquisition, the Company intends to acquire 100% of the issued share capital of the Singapore Dental Group. The purchase consideration will be satisfied by the Company in a combination of cash and new ordinary shares to be issued by the Company ("**Consideration Shares**"). The Consideration Shares will be subject to, among other things, a moratorium period of 15 years.

The Proposed Singapore Acquisition is subject to, among other things, the parties entering into definitive documentation by 31 July 2026, and the satisfaction of various conditions, including the conduct and completion of due diligence on the Singapore Dental Group, its subsidiaries and its clinics. It is proposed that the Proposed Singapore Acquisition will be supported by a profit guarantee of up to S$34,000,000 over a period of five (5) years following completion of the Proposed Singapore Acquisition and 15-year service agreements to be entered into by the sellers.

2.3. Rationale for the Proposed Singapore Acquisition

The Proposed Singapore Acquisition forms part of the Company's strategy to continue strengthening and expanding its dental business in Singapore, which remains its core market. The acquisition is intended to support the Company's ongoing growth in Singapore by enhancing its existing network and capabilities in the domestic market.

3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

To the best of the Board's knowledge, as of the date of this announcement, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Singapore Acquisition, other than through their respective shareholdings (if any) in the Company.

4. FURTHER ANNOUNCEMENT(S)

The Company will make the necessary announcement(s) in relation to the Proposed Singapore Acquisition as and when there are any material developments on the matter, including the signing of any definitive agreements. Such announcement(s) will include, where applicable, details of the consideration, the manner of payment of the consideration, the relative figures under Rule 1006 of the Listing Manual of the Singapore Exchange Securities Trading Limited and the financial effects of the Proposed Singapore Acquisition.

5. CAUTIONARY STATEMENT

Shareholders of the Company are advised to exercise caution in trading the shares of the Company. There is no certainty or assurance that the Proposed Singapore Acquisition will be completed. Shareholders are advised to read this announcement and any further announcements by the Company carefully. In the event of any doubt, shareholders should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisors.

By Order of the Board
Ng Sook Hwa
Chief Financial Officer
4 March 2026