



## INCORPORATION OF SUBSIDIARY AND RESTRUCTURING OF SUBSIDIARIES IN THE GROUP

The Board of Directors (the “**Board**” or “**Directors**”) of TalkMed Group Limited (the “**Company**”, and together with its subsidiaries, collectively the “**Group**”) wishes to announce that the Company has incorporated a wholly-owned subsidiary, TalkMed Greater China Pte. Ltd. (“**TMGC**”) in Singapore on 21 November 2019.

The Company intends to utilise TMGC as a vehicle to explore and hold healthcare-related collaborations in The People’s Republic of China (“**PRC**”). Further details of TMGC are as follows:-

Name of subsidiary company	:	TalkMed Greater China Pte. Ltd.
Issued and paid-up capital	:	S\$100 comprising 100 ordinary shares
Percentage of issued and paid-up capital held by the Company	:	100%

Subsequent to the incorporation of TMGC, the Group intends to carry out a restructuring exercise (the “**Restructuring**”), pursuant to which the shares of the following subsidiaries of the Company will be transferred within the Group for the relevant consideration set out below:

No.	Transferor	Transferee	No. of Shares Transferred and Name of Subsidiaries	Consideration
1.	TalkMed China Pte. Ltd. (“ <b>TMC</b> ”)	TMGC	100 ordinary shares, representing the entire issued and paid-up share capital of TalkMed Chongqing Pte. Ltd. (“ <b>TMCQ</b> ”)	S\$100
2.	TalkMed Group Limited	TMGC	100 ordinary shares, representing the entire issued and paid-up share capital of TMC	S\$100

The Restructuring aims to consolidate and streamline the Group’s corporate structure in relation to the Group’s projects in the PRC. Following the Restructuring, both TMC and TMCQ will be wholly-owned by TMGC, which is in turn wholly-owned by the Company.

The incorporation of TMGC and the Restructuring are funded using internal resources and are not expected to have any material impact on the net tangible assets per share and earnings per share of the Group for the financial year ending 31 December 2019.

None of the Directors, substantial shareholders or controlling shareholders of the Company has any interest, direct or indirect, in the incorporation of TMGC and the Restructuring, other than through their respective shareholdings in the Company.

By Order of the Board

Ang Peng Tiam  
Chief Executive Officer  
21 November 2019

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Hong Leong Finance Limited (the "**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.*

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