**CONDITIONAL EXIT OFFER**

in connection with

**THE PROPOSED VOLUNTARY DELISTING OF**
**HEALTHWAY MEDICAL CORPORATION LIMITED**
**FROM THE OFFICIAL LIST OF THE**
**SINGAPORE EXCHANGE SECURITIES TRADING LIMITED**

by

**OVERSEA-CHINESE BANKING CORPORATION LIMITED**
(Company Registration No. 193200032W)
(Incorporated in Singapore)

for and on behalf of

**OUEH INVESTMENTS PTE. LTD.**
(Company Registration No. 202320619N)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

**HEALTHWAY MEDICAL CORPORATION LIMITED**
(Company Registration No. 200708625C)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired
by the Offeror and the parties acting in concert with it

# DEALINGS DISCLOSURE

## 1. INTRODUCTION

Oversea-Chinese Banking Corporation Limited ("**OCBC Bank**") refers to the joint announcement released by Healthway Medical Corporation Limited (the "**Company**") and OUEH Investments Pte. Ltd. (the "**Offeror**") on 3 July 2023 (the "**Joint Announcement**") in connection with:

(a) the formal proposal to seek the voluntary delisting of the Company (the "**Delisting**") from the Official List of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") pursuant to Rules 1307 and 1308 of the SGX-ST Listing Manual Section B: Rules of Catalist; and

(b) the conditional exit offer (the "**Exit Offer**") in cash to acquire all the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**") (excluding treasury shares) other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it as at the date of the Exit Offer.

Unless otherwise defined, capitalised terms in this Announcement shall bear the same meaning as set out in the Joint Announcement.

## 2. DEALINGS DISCLOSURE

Pursuant to Rule 12.1 of The Singapore Code on Take-overs and Mergers (the "**Code**"), OCBC Bank wishes to announce, for and on behalf of the Offeror, that the following dealings in the Shares on the SGX-ST were disclosed to the Offeror to have been made by an associate of the Offeror[1]:

| | |
|---|---|
| Total number of Shares sold on 3 July 2023 | 400,000 |
| Percentage of total number of issued Shares[2] represented by the number of Shares sold | 0.0088%[3] |
| Price paid per Share (excluding brokerage commission, clearing fees and goods and services tax) | S$0.046 |
| Resultant total number of Shares owned or controlled by the associate | 800,000 |
| Resultant total percentage of the total number of issued Shares owned or controlled by the associate | 0.0176%[3] |

## 3. RESPONSIBILITY STATEMENT

Each of the OUEH Directors and the Offeror Directors (including any who may have delegated supervision of this Announcement) have taken all reasonable care to ensure the facts stated and all opinions expressed herein (other than those relating to the Company) are fair and accurate, and where appropriate, no material facts have been omitted, the omission of which would make any statement in this Announcement misleading and they hereby collectively and individually accept full responsibility.

Where information in this Announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the OUEH Directors and the Offeror Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Announcement in its proper form and context.

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1 The dealings are by Mr. Chen Yi Chung, Isaac, who is deemed under the Code to be an "associate" of the Offeror in relation to the Exit Offer by virtue of him being a director of subsidiaries of OUE Limited, the parent company of OUE Healthcare Limited, which owns 100% of the Offeror.

2 Unless otherwise stated, references in this Announcement to the total number of issued Shares are based on 4,535,571,100 Shares in issue as at 3 July 2023. As at the date of this Announcement, the Company does not hold any Shares in treasury.

3 Percentage figures are rounded to the nearest four (4) decimal places.

Issued by

**Oversea-Chinese Banking Corporation Limited**

For and on behalf of
**OUEH Investments Pte. Ltd.**
20 July 2023

**Any enquiries relating to this Announcement or the Delisting and Exit Offer should be directed during office hours to Oversea-Chinese Banking Corporation Limited's helpline at 6530 1275.**

***Forward-Looking Statements***

*All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "shall", "should", "could", "may" and "might". These statements reflect the Company and/or the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Company, OUEH, the Offeror, the Directors, the OUEH Directors, the Offeror Directors or OCBC Bank undertakes any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.*

***Disclosure of Dealings***

*The associates (as defined under the Code, and which includes all substantial shareholders) of the Company and the Offeror are hereby reminded to disclose their dealings in any securities of the Company in accordance with Rule 12 of the Code.*