



LIVINGSTONE HEALTH HOLDINGS LIMITED

(Formerly known as Citicode Ltd.)
(Incorporated in the Republic of Singapore)
(Company Registration Number 200404283C)

COMPANY'S RESPONSES TO SGX REGCO'S QUERIES ON 3 AUGUST 2022

The Board of Directors (the **"Board"** or **"Directors"**) of Livingstone Health Holdings Limited (the **"Company"**) refers to the following announcements (the **"Announcements"**):

- (a) Announcement dated 12 July 2022 in relation to the notice of record date and dividend payment date of the first and final one-tier tax exempt dividend of 0.12 Singapore cents per ordinary share for the financial year ended 31 March 2022 (the **"Final Dividend"**) (the **"12 July 2022 Announcement"**);
- (b) Announcement dated 2 August 2022 on the Company's withdrawal of the 12 July 2022 Announcement released on SGXNet (the **"Withdrawal Announcement"**);
- (c) Announcement dated 2 August 2022 on the Company's notice of extraordinary general meeting (the **"EGM"**) in relation to the extraordinary general meeting to be held and convened on Wednesday, 17 August 2022, at 10.00 a.m., for the purposes of tabling the ordinary resolution to seek shareholders' approval of the Final Dividend (**"EGM Notice"**); and
- (d) Announcement dated 2 August 2022 titled *"Notice of New Record Date and Dividend Payment Date"* (the **"New Record Date Announcement"**).

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed to them in the Announcements.

The Company sets out its responses to the queries raised by the Singapore Exchange Regulation (**"SGX RegCo"**) below.

SGX RegCo's query 1: Please explain urgently on why the initial announcement on distribution of cash dividend is withdrawn, and the need for setting of new record date.

Company's response:

Rule 704(25) of the Catalist Rules states, among other things, that *"In fixing a record date, an issuer must ensure that the last day of trading on a cum basis falls at least 1 day after the general meeting, if a general meeting is required to be held."*

The initial announcement (also referred to as the 12 July 2022 Announcement) was released on the assumption that the ordinary resolution in relation to the Final Dividend will be tabled and approved by shareholders at the Company's annual general meeting which was held and convened on Friday, 29 July 2022 at 10.00 a.m. (**"AGM"**).

According to the 12 July 2022 Announcement, the initial record date was stated as 3 August 2022, 5.00 p.m. and the initial payment date was stated as 11 August 2022.

As stated in note (i) to the ordinary resolution set out in the EGM Notice, there was an administrative oversight wherein the ordinary resolution in relation to the Final Dividend was not tabled at the AGM. The administrative oversight was discovered on 29 July 2022 prior to the AGM and the Company had immediately addressed the matter by making necessary arrangements, including rescheduling new record and payment dates such that the Company can convene an EGM as soon as possible to table the ordinary resolution to seek shareholders' approval for payment of the Final Dividend. Shortly after



the conclusion of the AGM, the Company had on 2 August 2022 announced the EGM date to seek shareholders' approval of the Final Dividend..

As the payment of the Final Dividend is subject to the approval of shareholders at the EGM, the Company had to reschedule a new record date and new payment date to comply with Rule 704(25) of the Catalist Rules.

SGX RegCo's query 2: Please explain why the notice of EGM to approve cash dividends is only released on 2 Aug 2022 (with EGM date scheduled for 17 Aug 2022), when the initial proposed dividends was supposed to have been paid on 11 Aug 2022 (and corresponding Ex-dividend date of 2 Aug 2022). Why was shareholders' approval not sought earlier?

Company's response:

Please refer to the Company's response to query 1 above.

SGX RegCo's query 3: We noted that the initial proposed dividend has gone ex-dividend on 2 August 2022; and a new record date and new dividend payment date has been set. Please update shareholders on the impact, implications and action required by them in view of such changes.

Company's response:

1. The Company would like to refer shareholders to the New Record Date Announcement dated 2 August 2022, where the new Ex-dividend Date, new Record Date, and new Final Dividend Payment Date are disclosed:

- **New Ex-dividend Date:** Shareholders are reminded that the new Ex-dividend date is 19 August 2022.
- **New Record Date:** Shareholders whose Securities Accounts with The Central Depository (Pte) Limited are credited with ordinary shares at 5.00 p.m. on Monday, 22 August 2022 will be entitled to the Final Dividend.

Duly completed registrable transfer received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632 up to 5.00 p.m. on Monday, 22 August 2022 will be registered to determine shareholders' entitlements to the Final Dividend.

(From 12 July 2022 Announcement till the date of this announcement, the Company has consulted its share registrar and notes that there have not been any instances of requests from scrip-based shareholder for the transfer of shares due to the old dividend record and payment date. The Company therefore believes that there will not be any potential impact on scrip-based shareholders.)

- **New Final Dividend Payment Date:** Shareholders are expected to receive the Final Dividend on 29 August 2022 subject to shareholders' approval from the EGM.

2. Shareholders who wish to vote for the Final Dividend resolution are reminded to refer to the EGM Notice on 2 August 2022. The EGM will be convened and held by way of electronic means on Wednesday, 17 August 2022 at 10.00 a.m. (Singapore Time).



- 3. The Company wishes to assure Shareholders that setting a new Record Date and new Final Dividend Payment Date will not affect the Shareholders' entitlement to receive their Final Dividend should the Final Dividend be approved by the Shareholders at the EGM.**

By Order of the Board
Livingstone Health Holdings Limited

Dr Tay Ching Yit, Wilson
Executive Director and Chief Executive Officer

3 August 2022

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited ("Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("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. The contact person for the Sponsor is Mr David Yeong at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542, Telephone (65) 6232 3210.