

PACIFIC HEALTHCARE HOLDINGS LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 200100544H)

RESPONSE TO SGX QUERIES REGARDING ANNOUNCEMENT OF LITIGATION

Pacific Healthcare Holdings Ltd. (the "**Company**") refers to the queries from the Singapore Exchange Securities Trading Limited ("SGX-ST") on 11 March 2016 regarding legal proceedings that have been instituted against (i) the Company (the "**PHH Claim**") and (ii) its subsidiary, Pacific Healthcare Nursing Home Pte. Ltd. (the "**PHNH Claim**").

Query 1: We refer to Pacific Healthcare Holdings Ltd (the "Company")'s announcement on 9 March 2016 (the "Announcement") relating to the claim made by Chan Ewe Teik ("Chan") and Straitsworld Advisory Ltd ("Straitsworld") amounting to S\$1,781,620. Please provide information how this amount was derived.

Response:

On 16 January 2015, the Company announced that it had entered into two sale and purchase agreements with Straitsworld for the proposed disposal by the Company of 2 issued and paid-up ordinary shares in the share capital of Pacific Healthcare (Indonesia) Pte. Ltd. and 400,000 issued and paid-up ordinary shares in the share capital of Pacific Surgical and Endoscopy Centre Pte. Ltd. (collectively the "**Sale and Purchase Agreements**").

On 4 May 2015, an announcement was made that the Sale and Purchase Agreements were terminated as the conditions precedent in the said agreements had not been fulfilled or waived by the long stop date of 30 April 2015.

The amount of S\$1,781,620 relates to monies paid to the Company under the Sale and Purchase Agreements, including deposits that were expressly stated under the Sale and Purchase Agreements as being non-refundable. As such, the Company is refuting the claim and is currently seeking legal advice.

Query 2: Please disclose the dates of receipt by the Company of the 3 amounts ("alleged loan extended by Chan to Pacific Healthcare Nursing Home Pte. Ltd." of S\$500K, "alleged loans advanced by Chan and Straitsworld to the Company" amounting to S\$500K and the part consideration for the "Proposed Disposals" amounting to S\$1,781,620) received by the Company and terms of the payments/repayments and the due dates for these payments/repayments.

Response:

The amounts mentioned above were received:-

- (i) on or about 11 November 2014;
- (ii) on 9 September 2014 and 26 September 2014; and
- (iii) between October 2014 and March 2015,

respectively.

The Company disputes the basis of these claims and that any amounts are due and owing to Chan and Straitsworld. The Company is currently seeking legal advice.

Query 3: Please provide further details and terms of the "alleged loans" advanced by Chan and Straitsworld to the Company.

Response:

The "alleged loans" were received in connection with, *inter alia*, the Sale and Purchase Agreements. The Company disputes the basis of the "alleged loans" and that any amounts are due and owing to Chan and Straitsworld. The Company is currently seeking legal advice.

The Board of Directors collectively and individually takes responsibility for the accuracy of the aforesaid replies to the queries raised by the SGX-ST.

BY ORDER OF THE BOARD OF DIRECTORS

Leslie Koh Kok Heng
Interim Chief Executive Officer and Chief Financial Officer
14 March 2016