

THOMSON MEDICAL GROUP LIMITED
(Formerly known as Rowsley Ltd.)
(Incorporated in the Republic of Singapore)
Company Registration No. 199908381D

(A) **PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF SASTERIA PTE. LTD.; AND**

(B) **PROPOSED BONUS ISSUE OF FREE WARRANTS TO EXISTING SHAREHOLDERS**

- COMPLETION

The board of directors (the “**Board**” or “**Directors**”) of Thomson Medical Group Limited, formerly known as Rowsley Ltd. (the “**Company**”), refers to the Company’s circular dated 28 February 2018 (the “**Circular**”). Unless otherwise defined, all capitalised terms and references used herein shall bear the same meaning ascribed to them in the Circular.

The Board is pleased to announce that Completion has taken place today. Following Completion, the Company has *inter alia* acquired the entire issued and paid-up share capital of Sasteria Pte. Ltd. and issued and allotted to the Vendor 21,333,333,334 Consideration Shares at an issue price of S\$0.075 for each Consideration Share.

Following the allotment and issue of the Consideration Shares, the total number of issued Shares in the Company has increased from 4,738,417,411 Shares to 26,071,750,745 Shares. The Consideration Shares rank *pari passu* in all respects with the existing Shares, save that the Consideration Shares shall not be entitled to any dividends, rights, allotments or other distributions the record date for which falls before the date of issuance of the Consideration Shares.

The Consideration Shares are expected to be listed and quoted on the Main Board of the SGX-ST on or about 30 April 2018.

The Board also wishes to announce that, pursuant to the Proposed Bonus Issue of Bonus Warrants and Piggyback Warrants, 9,476,834,822 Bonus Warrants have been issued and allotted today to Shareholders who are entitled to the Bonus Warrants as at the Books Closure Date (being 18 April 2018). The Bonus Warrants will be listed and quoted on the Official List of the SGX-ST with effect from 9.00 a.m. on 30 April 2018.

Upon Completion, the Vendor owns in aggregate 23,182,771,427 Shares (which, for the avoidance of doubt, comprises his existing Shares and Consideration Shares) representing approximately 88.92% of the share capital of the Company and 3,698,876,186 Bonus Warrants. Such Shares and Bonus Warrants are subject to a moratorium, the details of which have been set out in the Circular.

Approval in-principle granted by the SGX-ST to the Company for the Proposed Acquisition and the admission, listing and quotation of the Consideration Shares, the Warrants and the New Shares on the SGX-ST is not to be taken as an indication of the merits of any of Proposed Acquisition, the Consideration Shares, the Warrants, the New Shares, the Company and/or its subsidiaries.

**BY ORDER OF THE BOARD OF
THOMSON MEDICAL GROUP LIMITED**

**Hasan Malik
Company Secretary**

25 April 2018