



QUANTUM HEALTHCARE LIMITED
(Company Registration No. 202218645W)
(Incorporated in Singapore)

RESIGNATION OF AUDITORS

1. The board of directors (the “**Board**”) of Quantum Healthcare Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) wishes to announce the Company’s intention to change its auditors (“**Auditors**”) from Moore Stephens LLP (“**Moore Stephens**”) to Mazars LLP (“**Mazars**”) (the “**Proposed Change of Auditors**”). The Proposed Change of Auditors will be subject to the approval of shareholders of the Company (“**Shareholders**”) at an extraordinary general meeting (“**EGM**”) to be convened in due course.
2. Moore Stephens has been the Group’s (except for Kairogenix Pte. Ltd. (“**Kairogenix**”), Quantum Healthcare Sdn. Bhd. and Quantum Specialist Sdn. Bhd. (collectively, the “**Malaysian Subsidiaries**”) and TriReme Medical LLC (“**TriReme**”)) external auditor since 4 December 2020. At the last annual general meeting of the Company (“**AGM**”) held on 27 April 2023, Shareholders had approved the re-appointment of Moore Stephens as the Auditors until the conclusion of the next AGM for the financial year ended 31 December 2023 (“**FY2023**”).
3. Upon review of the proposed audit fees for FY2023 by Moore Stephens, the Board is of the view that it is prudent for the Group to closely manage its operating costs in order for the Group to navigate the challenging business and economic landscape.
4. The Board has identified Mazars as the new Auditors to audit the financial results of the Group for FY2023. In coming to its selection, the Board, has consulted with and based on the recommendation of the Audit Committee, which had obtained and reviewed several quotations from several audit firms and took into consideration, *inter alia*, the following:
 - (a) the requirements under Rules 712 and 715 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**Catalist Rules**”);
 - (b) the Audit Quality Indicators Disclosure Framework issued by the Accounting and Regulatory Authority (“**ACRA**”);
 - (c) the criteria for the evaluation and selection of external auditors contained in the Guidebook for Audit Committees in Singapore and the Audit Committee Guide issued by the Singapore Institute of Directors;
 - (d) the Group’s audit requirements;

- (e) the audit fee proposal;
- (f) the adequacy of the resources and experience;
- (g) the experience of the audit engagement partner assigned to the audit;
- (h) the other audit engagements of Mazars; and
- (i) the credentials, number and experience of supervisory and professional staff to be assigned to the audit of the Group.

The Proposed Change of Auditors will also provide the Group with valuable insights from a fresh professional perspective. Accordingly, the Audit Committee has recommended to the Board that Mazars be selected as the new Auditors in place of Moore Stephens, the outgoing Auditors.

5. Following the Proposed Change of Auditors, Mazars will be the new Auditors of the Company and all its Singapore-incorporated subsidiaries, except for Kairogenix which will remain audited by T.Y. Teoh International as there are minimal activities being carried out by Kairogenix, and in accordance with Rule 716(1) of the Catalist Rules, the Board and the Audit Committee confirm that they are satisfied that such audit arrangements would not compromise the standard and effectiveness of the audit of the Company and the Group. No auditors have been appointed for the Malaysian Subsidiaries, which are incorporated in Malaysia, and for TriReme, which is incorporated in the United States of America. The Malaysian Subsidiaries and TriReme are not significant subsidiaries or associated companies of the Group as there are minimal activities being carried out by the Malaysian Subsidiaries and TriReme. In addition, TriReme is not required to be audited by the laws of its country of incorporation.
6. There will not be any change in the scope of audit services to be performed by Mazars following the Proposed Change of Auditors, and the Board and the Audit Committee confirm that they are satisfied that the Proposed Change of Auditors would not compromise the standards and effectiveness of the audit of the Company and the Group.
7. Based on Moore Stephens' notice of resignation dated 19 January 2024, Moore Stephens has resigned as the Auditors on the same date. Pursuant to Section 205AB(1) of the Companies Act 1967 of Singapore ("**Companies Act**"), the resignation of Moore Stephens as the Auditors is subject to the consent of the ACRA, which was duly given by the ACRA on 19 January 2024. Pursuant to Section 205AB(5) of the Companies Act, the resignation of Moore Stephens as the Auditors will take effect upon the latter of (a) the day (if any) specified by Moore Stephens in its notice of resignation (b) the day on which the ACRA notifies Moore Stephens and the Company of its consent to such resignation; or (c) the day (if any) fixed by the ACRA. Based on the foregoing, the resignation of Moore Stephens as the Auditors has taken effect on 19 January 2024.
8. Mazars has, on 5 December 2023, given their written consent to act as the Auditors, subject to the approval of the Shareholders being obtained at the EGM to be convened. Pursuant to Rule 712(3) of the Catalist Rules and Section 205AF of the Companies Act, the Proposed Change of Auditors must be specifically approved by Shareholders in a general meeting. The circular containing further details of the Proposed Change of Auditors, together with the notice of EGM,

will be despatched to Shareholders in due course. If appointed, Mazars will hold office until the conclusion of the next AGM.

9. In accordance with Rule 712(3) of the Catalist Rules:
- (a) the outgoing Auditors, Moore Stephens, via its professional clearance letter dated 5 December 2023, have drawn Mazars' attention to the FY2022 Disclaimer Opinion and have confirmed that, other than the FY2022 Disclaimer Opinion, it is not aware of any professional reasons why Mazars should not accept appointment as the new Auditors of the Company and its Singapore-incorporated subsidiaries (except Kairogenix);
 - (b) the Company confirms that there are no disagreements with Moore Stephens on accounting treatments within the last 12 months up to the date of this announcement;
 - (c) the Company confirms that it is not aware of any circumstances connected with the Proposed Change of Auditors that should be brought to the attention of the Shareholders which has not been disclosed in this announcement;
 - (d) the Company confirms that the reasons for the Proposed Change of Auditors are disclosed above. The Proposed Change of Auditors is neither due to any disagreement with Moore Stephens nor the dismissal or replacement directed by the Singapore Exchange Regulation Pte. Ltd. of Moore Stephens; and
 - (e) the Company confirms that it is in compliance with Rules 712 and 715 of the Catalist Rules in relation to the appointment of Mazars as its new Auditors.
10. The Board wishes to express their appreciation for the past services rendered by Moore Stephens.

By Order of the Board of Directors

QUANTUM HEALTHCARE LIMITED

Thomas Tan Gim Chua
Chief Executive Officer and Executive Director
21 January 2024

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange 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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