QT VASCULAR LTD.
(Company Registration No. 201305911K)
(Incorporated in the Republic of Singapore)

RESPONSE TO QUERIES BY THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED DATED 23 NOVEMBER 2020

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*Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the same meanings as the Company's announcements on SGXNet dated 21 August 2020 and 22 November 2020 in relation to the proposed acquisition of Tengri Coal and Energy Pte. Ltd. ("**Previous Announcements**").*

1. INTRODUCTION

The Board of Directors of QT Vascular Ltd (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce its response to the queries raised by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") in relation to the Company's Previous Announcements.

2. QUERIES BY SGX-ST

	SGX-ST queries	Company's response
Q1	What was the stage or level of completion of the RTO, prior to the announcement of the cessation of the Proposed Acquisition? Please also disclose whether a Financial Advisor and an Independent Financial Advisor has been engaged by the Company for the purposes of the Proposed Acquisition.	Prior to the announcement of the cessation of the Proposed Acquisition, based on the Company's assessment, the RTO was still at an early stage, as the Vendor, under the terms and conditions of the SPA, was to: (i) enter into a Compliance Placement agreement with terms agreed between the Company and the Vendor; and (ii) obtain the approval from SGX-ST for the Transactions (including pre-clearance from SGX-ST on material issues in connection with the Transactions) within 3 months of the entry of the SPA for which the Company understands that the Vendor has not completed. Since the entry into the SPA with the Vendor, the Company had been in discussions with various professional firms to obtain fee proposal quotes for acting as Financial Advisors or Independent Financial Advisors for the Company in relation to the Proposed Acquisition.

	SGX-ST queries	Company's response
Q2	It was stated in the announcement on 22 November 2020 that the Conditions Precedent in relation to the Compliance Placement and SGX-ST Approval have not been fulfilled or waived. Please provide elaborations on the reasons for the lapse in fulfilling the conditions of the Compliance Placement and obtaining the approval from SGX-ST in respect of the Proposed Acquisition.	Under the terms of the SPA, the Vendor was to approach and engage a placement agent for the purpose of the Compliance Placement required for the RTO within three (3) months from the date of entry into the SPA. Due to the complexity and nature of the proposed acquired business (i.e. coal concession and power generation plant in Mongolia), we had a Condition Precedent in the SPA where the Vendor had to obtain the necessary pre-clearance approvals from SGX-ST within three (3) months from the date of entry into the SPA. The Company had enquired with the Vendor for an update on the progress in meeting these Condition Precedent and did not receive any updates from the Vendor as of the three (3) months deadline from date of entry into the SPA.
Q3	Aside from the failure to complete the Compliance Placement as well as of obtaining the SGX-ST Approval, please disclose whether any other Conditions Precedent under the SPA have not been fulfilled.	The Compliance Placement as well as the obtaining of the SGX-ST Approval were the Conditions Precedent with an earlier deadline of three (3) months from the date of entry into the SPA. The other Conditions Precedent in the SPA are not yet due for completion as they are mainly only to be completed at such time nearer the completion of the Proposed Acquisition.
Q4	Has the Company made any payments, in any form, to the Vendor in relation to the SPA? If yes, will there be any refund involved pursuant to the cessation of the SPA?	The Company has not made any payments in any form to the Vendor in relation to the SPA.
Q5	What does the business of the Company currently comprise?	The business of the Company comprises of the following: i. Manufacturing technical support of non-drug coated devices to Teleflex, Inc. and Medtronic, Inc.; and ii. The Company is currently providing services to G Vascular Private Limited in relation to the integration and development of Chocolate Touch® drug coated balloon (as defined in the Company's circular dated 13 July 2020) as well as United States clinical study management for until FDA approval. Upon obtaining FDA approval, the Company will potentially receive up to US$16.1 million of sales payment from the sale of the Chocolate Touch® product. The Group may also further develop Chocolate Heart™, the Group's drug-coated coronary product, which the Group can unlock further

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		value from Teleflex, Inc.'s option on the acquisition of Chocolate Heart™ for S$65.6 million and the subsequent royalties of five percent (5%) of net sales of Chocolate Heart™ (to the extent covered by a valid claim of patents). The Group also has an option to acquire Sano V Pte Ltd ("**Sano V**"), an emerging clinical stage Erectile Dysfunction ("**ED**") company treating venous leak that can be supplemented by using the Group's Chocolate® technology to treat blocked arteries that causes ED and provide a complete solution for ED in one treatment. To date, Sano V has enrolled 12 patients in their first-in-man clinical study. The Group is in discussions with FDA regarding US approval requirements.
Q6	In view of the cessation of the Proposed Acquisition, what are the Company's plans?	Following the cessation of the Proposed Acquisition, the Company intends to continue to focus on its ongoing business activities listed above and in parallel pursue other potential corporate, business and product acquisitions and financing opportunities with other third parties.

By Order of the Board
QT VASCULAR LTD.

Eitan Konstantino
Chief Executive Officer
26 November 2020

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**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 document, including the correctness of any of the statements or opinions made or reports contained in this document.

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