

**CLEARBRIDGE HEALTH LIMITED**  
(Company Registration No.: 201001436C)  
(Incorporated in the Republic of Singapore)

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**DISPOSAL OF MEDIC SURGICAL PRIVATE LIMITED  
AND MEDIC LASER PRIVATE LIMITED**

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The board of directors (the “**Board**”) of Clearbridge Health Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that its subsidiary, Clearbridge Medical Group Pte. Ltd. (“**CMGPL**”), has on 11 November 2024 entered into the following agreements:

- (a) the conditional sale and purchase agreement (the “**MSPL SPA**”) with Medic International (Singapore) Pte Ltd (the “**Purchaser**”) and Medic Surgical Private Limited (“**MSPL**”), for the sale by CMGPL and purchase by the Purchaser of 850 issued and paid-up ordinary shares (the “**MSPL Sale Shares**”) in the capital of MSPL, which represents 85% of the total issued and paid-up share capital of MSPL (the “**MSPL Disposal**”) for an aggregate consideration of S\$98,000 (the “**MSPL Consideration**”); and
- (b) the conditional sale and purchase agreement (the “**MLPL SPA**”) with the Purchaser and Medic Laser Private Limited (“**MLPL**”), for the sale by CMGPL and purchase by the Purchaser of 85,000 issued and paid-up ordinary shares (the “**MLPL Sale Shares**”) in the capital of MLPL, which represents 85% of the total issued and paid-up share capital of MLPL (the “**MLPL Disposal**”) for an aggregate consideration of S\$98,000 (the “**MLPL Consideration**”),

(collectively, the “**Disposal**”). The Disposal was completed today.

The Purchaser is a company incorporated in the Republic of Singapore, with its registered address at 1 Tanjong Pagar Plaza, #01-26/27, Singapore 082001. None of the Purchaser, its directors and shareholders is related to any of the directors, executive officers or controlling shareholders of the Company, and their respective associates. As at the date of this announcement, the Purchaser, its directors and shareholders do not hold any shares in the share capital of the Company or any other shareholding interest (direct or indirect) in the Company.

As the relative figures computed based on the applicable bases set out in Rule 1006 of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”) involve negative figures in the numerator and/or denominator, Chapter 10 of the Catalist Rules may still be applicable to the transaction in accordance with the applicable circumstances in Practice Note 10A of the Catalist Rules.

Pursuant to paragraphs 4.3(c), 4.3(d) and 4.3(e) of Practice Note 10A of the Catalist Rules, as the absolute relative figures for each of the MSPL Disposal, the MLPL Disposal and the Disposal (on an aggregate basis) computed on the basis of Rule 1006 of the Catalist Rules do not exceed 5% and each of the MSPL Disposal, the MLPL Disposal and the Disposal (on an aggregate basis) will result in a gain on disposal, no announcement and shareholders’ approval of each of the MSPL Disposal, the MLPL Disposal and the Disposal (on an aggregate basis) is required and each of the MSPL Disposal, the MLPL Disposal and the Disposal (on an aggregate basis) constitutes a “non-disclosable transaction” under Chapter 10 of the Catalist Rules.

The MSPL Consideration and MLPL Consideration were arrived at on a willing-buyer and willing-seller basis, taking into account, among others, the collective financial performances of MSPL and MLPL, and the book value of the MSPL Sale Shares and MLPL Sale Shares. The MSPL Consideration and MLPL Consideration have been paid fully in cash by the Purchaser to CMGPL today, being the completion date of the MSPL Disposal and MLPL Disposal respectively.

Based on the latest unaudited financial statements of the Group and the Company for the six-month financial period ended 30 June 2024 as announced by the Company on 14 August 2024, the book values and net tangible asset values represented by the MSPL Sale Shares and MLPL Sale Shares were approximately negative S\$22,000 and approximately positive S\$47,000, respectively, as at 30 June 2024. There is no market value of the MSPL Sale Shares and MLPL Sale Shares as the shares of MSPL and MLPL are not publicly traded and valuation of the MSPL Sale Shares and MLPL Sale Shares was not undertaken.

The Disposal will allow the Group to streamline its operations and improve cost efficiency to focus the Group's resources on its current operations. The Disposal is also a good opportunity for the Group to unlock value of MSPL and MLPL, which have been under-performing and were loss-making for the financial year ended 31 December 2023. As such, the Board believes that the Disposal is in the best interest of the Company and its shareholders.

The Disposal is not expected to have any material impact on the consolidated net tangible assets or earnings per share of the Company and the Group for the current financial year ending 31 December 2024.

As the MSPL Sale Shares and the MLPL Sale Shares represent the entire equity interest held by CMGPL in MSPL and MLPL respectively, CMGPL has ceased to have any interest in MSPL and MLPL, and MSPL and MLPL have ceased to be subsidiaries of the Company following the completion of the Disposal today.

The net proceeds derived from the Disposal shall be fully utilised as working capital to fund the operational expenses of the core business of the Group.

None of the directors or controlling shareholders of the Company and their respective associates have any interest, direct or indirect, in the Disposal, other than through their respective shareholding interest in the Company, if any.

## **BY ORDER OF THE BOARD**

Yee Pinh Jeremy  
Executive Director and Chief Executive Officer

11 November 2024

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst.*

*This announcement has not been examined or approved by the 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 Ms Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.*