SINGAPORE INSTITUTE OF ADVANCED MEDICINE HOLDINGS LTD.

(Incorporated in the Republic of Singapore on 24 November 2011)
(Company Registration Number: 201134046D)

ANNOUNCEMENT ON INTERESTED PERSON TRANSACTIONS PURSUANT TO RULE 905(2) OF THE CATALIST RULES

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1. INTRODUCTION

The Board of Directors (the "**Board**") of Singapore Institute of Advanced Medicine Holdings Ltd. (the "**Company**", together with its subsidiaries, collectively, the "**Group**") wishes to announce that the Group has entered into the following interested person transactions ("**IPTs**") pursuant to Chapter 9 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "**Catalist Rules**").

Rule 905(2) of the Catalist Rules provides that if the aggregate value of all transactions entered into with the same interested person during the same financial year amounts to 3% or more of the Group's latest audited net tangible assets, the Company must make an immediate announcement of the latest transaction and all future transactions entered into with that same interested person during that financial year.

2. DETAILS OF THE INTERESTED PERSON

During the current financial year ending 30 June 2025 ("**FY2025**"), the Group has entered into IPTs with Espeetex Sdn. Bhd. ("**Espeetex**"). Espeetex is an indirect wholly-owned subsidiary of Berjaya Corporation Berhad, which is, in turn, a controlling shareholder of the Company. Berjaya Corporation Berhad, being a controlling shareholder of the Company, is an "interested person" within the meaning defined in Rule 904 of the Catalist Rules. Accordingly, Espeetex, being an associate of Berjaya Corporation Berhad, is an "interested person" vis-à-vis the Company within the meaning defined in Rule 904 of the Catalist Rules.

Berjaya Corporation Berhad is a public company incorporated in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad. Espeetex, an indirect wholly-owned subsidiary of Berjaya Corporation Berhad, is also a substantial shareholder of the Company holding approximately 23.76% shareholding interest in the Company.

Please refer to, i*nter alia*, paragraph 7 of this announcement, and the sections entitled "Interested Person Transactions" and "Ownership Structure" of the offer document of the Company dated 2 February 2024 ("**Offer Document**"), for further information relating to Espeetex and Berjaya Corporation Berhad.

3. DETAILS OF AND RATIONALE FOR THE IPTS TRIGGER

On 28 October 2024, the Company entered into the following supplemental agreements with Espeetex (collectively, the "**Supplemental Agreements**") to vary the terms of the existing loan agreements between the Company and Espeetex as follows:

(i) supplemental agreement dated 28 October 2024 between the Company and Espeetex to vary the terms of the intercompany loan agreement dated 17 August 2023 between the Company and Espeetex in relation to the loan of aggregate principal amount of up to S$800,000 granted by Espeetex to the Company ("**August 2023 Espeetex Loan**"), to extend the term of such loan by two years from 31 July 2025;

(ii) supplemental agreement dated 28 October 2024 between the Company and Espeetex to vary the terms of the intercompany loan agreement dated 26 September 2023 between the Company and Espeetex in relation to the loan of aggregate principal amount of up to S$5,000,000 granted by Espeetex to the Company ("**September 2023 Espeetex Loan**"), to extend the term of such loan by two years from 27 September 2025; and

(iii) supplemental agreement dated 28 October 2024 between the Company and Espeetex to vary the terms of the intercompany loan agreement dated 15 January 2024 between the Company and Espeetex in relation to the loan of aggregate principal amount of up to S$1,200,000 granted by Espeetex to the Company ("**January 2024 Espeetex Loan**"), to extend the term of such loan by two years from 30 June 2025.

Save for the variation of terms described above, all other terms of the abovementioned loan agreements remain unchanged.

The Supplemental Agreements were entered into by the Company and Espeetex at the request of the Company for working capital management, for the extension of maturity date of the abovementioned loans granted by Espeetex to the Company. The Board is of the view that the Company's entry into the Supplemental Agreements is beneficial to the Group as the extension of maturity dates of such loans will allow the Company further time to prioritise growth initiatives and organise its financial resources, thereby allowing the Company to strengthen its cashflow position in the long run.

Please refer to, i*nter alia*, the sections entitled "Interested Person Transactions" and "General and Statutory Information – Material Contracts" of the Offer Document for further information relating to the August 2023 Espeetex Loan and the September 2023 Espeetex Loan.

4. TOTAL VALUE OF ALL IPTS WITH THE INTERESTED PERSON GROUP FOR FY2025

Under Rule 908 of the Catalist Rules, transactions between the Group and Berjaya Corporation Berhad as well as its associates (including Espeetex) (collectively, the "**Interested Person Group**") are deemed to be transactions with the same interested person, and such transactions during the same financial year will be aggregated.

Name of interested person	**Nature of relationship**	**Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than $100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)**	**Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than $100,000)**
Espeetex	An indirect wholly-owned subsidiary of Berjaya Corporation Berhad, a controlling shareholder of the Company.	S$1,880,424.66	Not applicable

As at the date of this announcement, the details of all IPTs entered into with the Interested Person Group for FY2025 (excluding transactions which are less than S$100,000) are set out below:

Name of Interested Person	Particulars of IPT	Amount at Risk	%(1)
Espeetex	Interest payable on the intercompany loan agreement dated 1 August 2024 between the Company and Espeetex in relation to the loan of aggregate principal amount of up to S$2,000,000 granted by Espeetex to the Company, which is repayable upon the maturity date of 30 June 2026	S$263,060.45	0.59%
Espeetex	Interest payable on the intercompany loan agreement dated 19 August 2024 between the Company and Espeetex in relation to the loan of aggregate principal amount of up to S$4,000,000 granted by Espeetex to the Company, which is repayable within a period of two years from such drawdown date	S$540,181.11	1.20%
Espeetex	Interest payable on the August 2023 Espeetex Loan in respect of the extended term of such loan by two years from 31 July 2025	S$116,254.06	0.26%
Espeetex	Interest payable on the September 2023 Espeetex Loan in respect of the extended term of such loan by two years from 27 September 2025	S$779,122.44	1.74%
Espeetex	Interest payable on the January 2024 Espeetex Loan in respect of the extended term of such loan by two years from 30 June 2025	S$181,806.60	0.40%
	Total	**S$1,880,424.66**	**4.19%**

Note:

(1) As a percentage of the Group's latest audited net tangible assets, based on the latest audited consolidated financial statements of the Group as at 30 June 2023, of approximately S$44,900,324 ("**NTA**").

The aggregate value of all IPTs (excluding transactions less than S$100,000) entered into by the Group with the Interested Person Group for FY2025 is approximately S$1,880,425 as at the date of this announcement, representing approximately 4.19% of the Group's NTA.

Save as disclosed above, as at the date of this announcement, there are no other IPTs (excluding transactions less than S$100,000) entered into by the Group with the Interested Person Group for FY2025.

5. TOTAL VALUE OF ALL IPTS FOR FY2025

Save as disclosed above, as at the date of this announcement, there are no other IPTs (excluding transactions which are less than S$100,000) entered into between the Group and all its interested persons during FY2025.

6. AUDIT COMMITTEE STATEMENT

The Audit Committee of the Company, having considered the terms and rationale for the Supplemental Agreements, is of the view that the Supplemental Agreements are on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.

7. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

As disclosed in the Offer Document, Ms Vivienne Cheng Chi Fan and Dato' Lee Kok Chuan, both of whom are Non-Executive and Non-Independent Directors of the Company, are nominated by Berjaya Corporation Berhad, a controlling shareholder of the Company, to represent its interest on the Board.

For completeness, the following associates of Berjaya Corporation Berhad are deemed to be substantial shareholders or controlling shareholders (as the case may be) of the Company:

Shareholders	Existing Shareholding Interest (%) (1)	
	Direct	Deemed
Espeetex (2)	23.76	-
Berjaya Leisure (Cayman) Limited (2)	14.31	-
Berjaya Land Berhad (2)	-	14.31
Berjaya Group Berhad (2)	-	38.50
Berjaya Corporation Berhad (2)	-	38.50
Tan Sri Dato' Seri Vincent Tan Chee Yioun (2)	-	38.35

Notes:

(1) Based on the existing number of issued and paid-up ordinary shares in the capital of the Company ("**Shares**") of 1,048,099,074 Shares as at the date of this announcement.

(2) As at the date of this announcement, Berjaya Group Berhad holds 100.00% of the total number of issued shares in the capital of Espeetex and Bizurai Bijak (M) Sdn Bhd ("Bizurai"). Berjaya Group Berhad also has an aggregate interest (direct and indirect) in approximately 64.99% of Berjaya Land Berhad, which in turn holds 100.00% of the total number of issued shares in the capital of Berjaya Leisure (Cayman) Limited. Berjaya Corporation Berhad holds 100.00% of the total number of issued shares in the capital of Berjaya Group Berhad and has an aggregate interest (direct and indirect) in approximately 73.54% of Berjaya Land Berhad. As at the date of this announcement, Tan Sri Dato' Seri Vincent Tan Chee Yioun has an aggregate interest (direct and indirect) in approximately 16.17% of Berjaya Corporation Berhad.

Accordingly, Berjaya Group Berhad, Berjaya Corporation Berhad, and Tan Sri Dato' Seri Vincent Tan Chee Yioun are deemed to have an interest in all the Shares held by Espeetex, Bizurai, and Berjaya Leisure (Cayman) Limited under Section 7 of the Companies Act 1967 of Singapore ("**Companies Act**") and Section 4 of the Securities and Futures Act 2001 of Singapore ("**SFA**"). As at the date of this announcement, Bizurai has a direct interest in 4,600,000 Shares, representing 0.44% shareholding interest in the Company.

Tan Sri Dato' Seri Vincent Tan Chee Yioun is deemed interested in all the Shares held by Espeetex, Bizurai, and Berjaya Leisure (Cayman) Limited as he is a controlling shareholder of Berjaya Corporation Berhad. Tan Sri Dato' Seri Vincent Tan Chee Yioun is also deemed interested in all the Shares held by Convenience Shopping (Sabah) Sdn Bhd ("**CSSB**") under Section 7 of the Companies Act and Section 4 of the SFA. As at the date of this announcement, CSSB, a wholly-owned subsidiary of 7-Eleven Malaysia Holdings Berhad, has a direct interest in 400,000 Shares, representing 0.04% shareholding interest in the Company.

In addition, Berjaya Land Berhad is deemed to have an interest in all the Shares held by Berjaya Leisure (Cayman) Limited under Section 7 of the Companies Act and Section 4 of the SFA.

Please refer to the Offer Document for further information relating to the Interested Person Group.

Save as disclosed above, the Company and its Directors and controlling shareholders are not related to the Interested Person Group.

Save as disclosed above, none of the Directors or controlling shareholders of the Company and their respective associates has any interest, direct or indirect, in the Supplemental Agreements, other than through their respective shareholdings (if any), employment and/or directorship (as applicable) in the Company.

BY ORDER OF THE BOARD

Dr Djeng Shih Kien
Executive Director and Chief Executive Officer
28 October 2024

Singapore Institute of Advanced Medicine Holdings Ltd. (the "**Company**") was listed on Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") on 16 February 2024. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**").

This announcement has been reviewed by the Sponsor. It has not been examined or approved by the SGX-ST. The SGX-ST 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 announcement.

The contact person for the Sponsor is Ms. Ng Shi Qing, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.