

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

**AMENDMENT TO TERMS OF THE SALE AND PURCHASE AGREEMENT DATED 27 MARCH 2020
AS AMENDED ON 24 DECEMBER 2021**

1. INTRODUCTION

- 1.1. The board of directors (the "**Board**" or the "**Directors**") of Clearbridge Health Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the announcements of the Company dated 27 March 2020, 3 April 2020, 26 May 2020 and 24 December 2021 (the "**Announcements**"). All capitalised terms used and not defined in this announcement shall have the same meanings ascribed to them in the Announcements.

2. EXTENSION OF PAYMENT OF DEFERRED CONSIDERATION

- 2.1. Pursuant to the Deed of Amendment dated 24 December 2021 entered into by SAM with the Purchaser, SAM and the Purchaser had agreed that the Deferred Consideration of S\$3,600,000 shall be payable in the following manner, by way of bank transfer of immediately available funds to an account designated by SAM:

- (i) S\$300,000 shall be payable upon execution of the Deed of Amendment; and
- (ii) the remaining S\$3,300,000 of the Deferred Consideration shall be payable no later than 25 May 2023, being 36 months from Completion Date ("**Remaining Deferred Consideration**").

The payment referred to in Paragraph 2.1(i) has been made in full by the Purchaser to SAM.

- 2.2. The Board wishes to announce that SAM and the Purchaser had, on 24 June 2022, entered into a second deed of amendment (the "**Second Deed of Amendment**") to further modify, amend, and vary the SPA, in particular, to vary the payment terms of the Remaining Deferred Consideration.
- 2.3. Pursuant to the Second Deed of Amendment, SAM and the Purchaser acknowledge and agree that the Remaining Deferred Consideration shall now be payable no later than 25 August 2023, being 39 months from the Completion Date, by way of bank transfer of immediately available funds to an account designated by SAM.
- 2.4. Each of SAM and the Purchaser acknowledges and agrees in the Second Deed of Amendment that the Share Charge shall continue to be in effect and all the shares of Biomedics shall remain charged in favour of SAM in accordance with the terms and conditions of the Share Charge until the Remaining Deferred Consideration has been paid in full.
- 2.5. Save as amended by the Second Deed of Amendment, all other terms and conditions of the SPA, the Deed of Amendment and the Share Charge remain in full force and effect.

3. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Except for Chen Johnson who is a director of both the Company and the Purchaser, none of the Directors or controlling shareholders of the Company and their respective associates has any interest, direct or indirect, in the Second Deed of Amendment other than through their respective shareholding interests in the Company (if any).

4. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the SPA, the Share Charge, the Deed of Amendment and the Second Deed of Amendment will be made available for inspection during normal business hours¹ at the registered office of the Company at 37 Jalan Pemimpin #08-05 Mapex Singapore 577177 for a period of three (3) months from the date of this announcement.

5. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution when trading in the shares of the Company. In the event of any doubt as to the action they should take, shareholders and potential investors should consult their stock brokers, bank managers, solicitors or other professional advisors.

BY ORDER OF THE BOARD

Yee Pinh Jeremy
Chief Executive Officer and Executive Director
24 June 2022

This announcement has been prepared by the Company and has been reviewed by the Company's sponsor, United Overseas Bank Limited (the "Sponsor") for compliance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist. This announcement has not been examined or approved by the SGX-ST. 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 Mr. David Tham, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.

¹ Prior appointment with the Company is required. Please contact the Company's Investor Relations team at +65 6251 0136 or email: contactus@clearbridgehealth.com.