



## THOMSON MEDICAL GROUP LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 199908381D)

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### NOTICE OF EXPIRY OF BONUS WARRANTS

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**TO: ALL HOLDERS OF BONUS WARRANTS OF THOMSON MEDICAL GROUP LIMITED (THE "COMPANY")**

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Holders of the Bonus Warrants (the "**Warrantholders**") who have sold their Bonus Warrants should immediately upon receipt of a copy of this Notice send it to the purchaser or to the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this Notice, the term "**Bonus Warrants**" refers to all bonus warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 23 March 2018 and the term "**Piggyback Warrants**" refers to all additional free warrants issued by the Company pursuant to the exercise of the Bonus Warrants, the terms of which are constituted in the deed poll also executed by the Company on 23 March 2018.

**EXPIRY OF BONUS WARRANTS ON WEDNESDAY, 24 APRIL 2019 AT 5.00 P.M.**

Warrantholders are reminded that in accordance with the terms and conditions of the Bonus Warrants, the rights to subscribe for new ordinary shares (the "**New Shares**") in the capital of the Company will expire on Wednesday, 24 April 2019 at 5.00 p.m., after which time, any subscription rights comprised in the Bonus Warrants which have not been exercised will lapse and the Bonus Warrants will cease to be valid for any purpose whatsoever.

In addition, Warrantholders are reminded that when a Warrantholder exercises Bonus Warrants in accordance with the terms and conditions of the Bonus Warrants, the Company shall further despatch within five (5) business days, to such Warrantholder a certificate in respect of the relevant number of Piggyback Warrants (the "**Piggyback Warrant Certificate**") arising from the exercise of such Bonus Warrants.

**EXERCISE PRICE**

The exercise price of the Bonus Warrants is S\$0.08 for each New Share (the "**Exercise Price**").

The exercise price of the Piggyback Warrants is S\$0.11 for each New Share.

**PROCEDURE FOR EXERCISE OF WARRANTS**

Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Bonus Warrants. In order to exercise the Bonus Warrants, a Warrantholder must complete and sign the exercise notice relating to the Bonus Warrants in the prescribed form (the "**Exercise Notice**"). Copies of the Exercise Notice are available from the Warrant Agent, whose name, address, telephone number, fax number and business hours are as follows:

**M & C SERVICES PRIVATE LIMITED**

Address: 112 Robinson Road, #05-01, Singapore 068902  
Tel No.: (65) 6228 0530  
Fax No.: (65) 6225 1452  
Business Hours: 8.45 a.m. to 5.45 p.m. from Mondays to Fridays  
(Closed on Saturdays, Sundays and Public Holidays)

The completed Exercise Notice must be delivered to the Warrant Agent not later than 5.00 p.m. on Wednesday, 24 April 2019, together with the following:

1. payment by way of a remittance (in Singapore currency) by banker's draft or by cashier's order drawn on a bank in Singapore made payable to "**THOMSON MEDICAL GROUP LIMITED**" for the full amount of the aggregate Exercise Price payable in respect of the Bonus Warrants exercised. The name of the exercising Warrantholder, the number of Bonus Warrants being exercised, and the relevant Bonus Warrant certificate number(s) or where the relevant Bonus Warrant certificate is registered in the name of The Central Depository (Pte) Limited ("**CDP**"), the securities account number of the exercising Warrantholder from which the number of Bonus Warrants being exercised is to be debited should be clearly written on the reverse side of the banker's draft or cashier's order, as the case may be;
2. the relevant Bonus Warrant certificate(s), if the Bonus Warrants are registered in the name of the exercising Warrantholder;
3. any such evidence (if any, including evidence of nationality) as the Warrant Agent may require to determine the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any) or otherwise ensure the due exercise of the Bonus Warrants;
4. the payment of deposit or other fees for the time being chargeable by, and payable to, CDP (if any) or any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Bonus Warrants as the Warrant Agent may require; and
5. the payment of the expenses for, and the submission of any necessary documents required in order to effect, the registration of the new Shares in the name of the exercising Warrantholder or CDP, as the case may be, and the delivery of the certificates for such new Shares and any property or other securities to be delivered upon the exercise of the relevant Bonus Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to CDP (as the case may be).

Warrantholders whose Bonus Warrants are registered in the name of CDP should note that the exercise of their Bonus Warrants is further conditional upon, *inter alia*, the number of Bonus Warrants which they wish to exercise standing to the credit of the "Free Balance" of their securities accounts with CDP.

Any New Shares arising from such exercise of the Bonus Warrants will rank *pari passu* in all respects with the then existing shares of the Company save for dividends, rights, allotments and other distributions, the record date of which is on or before the relevant exercise date of the Bonus Warrants. Record date in this context means, in relation to any dividends, rights, allotments or other distributions, that may be declared/paid, the date at the close of business on which Members must be registered in order to participate in such dividends, rights, allotments or other distributions.

#### **LAST DAY FOR TRADING IN BONUS WARRANTS**

The last day for trading in the Bonus Warrants on the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") will be 17 April 2019 and trading will cease with effect from 9.00 a.m. on 18 April 2019. The Bonus Warrants will then be de-listed from Official List of the SGX-ST with effect from 9.00 a.m. on 25 April 2019.

**AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON 24 APRIL 2019, ANY SUBSCRIPTION RIGHTS UNDER THE BONUS WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.**

**BY ORDER OF THE BOARD  
THOMSON MEDICAL GROUP LIMITED**

Roy Quek  
Executive Director and Chief Executive Officer  
22 March 2019