AOXIN Q&M

AOXIN Q & M DENTAL GROUP LIMITED
(Company Registration Number: 201110784M)
(Incorporated in the Republic of Singapore)

RESULTS OF THE SUBSIDIARIES IN RELATION TO THE PROFIT GUARANTEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

1. INTRODUCTION

The Board of Directors (the "**Board**" or the "**Directors**") of Aoxin Q & M Dental Group Limited (the "**Company**", together with its subsidiaries, the "**Group**") refers to the Company's announcements dated 18 May 2018, 31 December 2018, 21 January 2020, 18 June 2021, 8 March 2022, 26 April 2022, 18 March 2024, 10 May 2024 and 29 May 2025 in relation to the acquisition of Youxin Dental Clinic ("**Aoxin Youxin**"); 15 May 2017, 18 September 2017, 8 December 2017, 29 January 2018, 1 March 2018, 22 February 2023,10 May 2024 and 29 May 2025 in relation to the acquisition of Zhuanghe City Aoxin Dawei Dental Co., Ltd. ("**Aoxin Dawei**"); and 15 May 2017, 18 September 2017, 30 October 2017, 3 September 2021, 18 March 2024, 10 May 2024 and 29 May 2025 in relation to the acquisition of Shenyang Qingaomei Oral Restorative Technology Co., Ltd ("**Qingaomei**") (collectively, the "**Earlier Announcements**").

Unless otherwise defined in this announcement, all capitalised terms used in this announcement shall have the same meanings as set out in the Earlier Announcements.

The Board wishes to announce that the auditors have completed the audit of the following subsidiaries of the Company, namely Aoxin Youxin, Aoxin Dawei and Qingaomei, for the financial year ended 31 December 2025 ("**FY2025**"). As such, the Board would like to provide updates to the respective profit guarantees provided by the respective vendors of Aoxin Youxin, Aoxin Dawei and Qingaomei to the Company ("**Profit Guarantees**") in relation to the acquisitions of these companies.

2. PERFORMANCE AGAINST PROFIT GUARANTEES

2.1 The respective vendors of Aoxin Youxin, Aoxin Dawei and Qingaomei had guaranteed, among other things, the net distributable profit after tax adjusted for allowable expenses ("**Adjusted NDPAT**") as set out in the respective master agreements or amended deeds, and undertaken to make up the difference between the relevant Profit Guarantee amount and the Adjusted NDPAT (the "**Shortfall**"), in the event that the Adjusted NDPAT is lower than the Profit Guarantee, whereby the vendor(s) shall pay the Shortfall to the relevant Company's subsidiaries, namely Q & M Dental (Shenyang) Pte. Ltd. or Shenyang Quanxin Medical Equipment Leasing Co., Ltd or Shenyang Xinao Hospital Management Co., Ltd.

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2.2 Based on the audited financial statements of the aforementioned subsidiaries of the Company for FY2025, the Adjusted NDPAT and the resulting surplus in relation to the respective Profit Guarantees provided to the Company for FY2025 are as follow: -

Vendor	Subsidiary	Profit Guarantee amount for FY2025 (RMB)	Adjusted NDPAT for FY2025 (RMB)	Surplus for FY2025 (RMB)	Total cumulative surplus as at the date of this announcement (RMB)
1	Aoxin Youxin	800,000	805,256	5,256	305,712
2	Qingaomei, Shenyang Xinchuang Medical Technology Co., Ltd and Qicheng (Shenyang) Digital Intelligent Technology Co., Ltd	2,786,665	4,487,046	1,700,381	7,583,285
3	Aoxin Dawei	900,000	908,837	8,837	16,521

2.3 Accordingly, the Board wishes to announce that the above subsidiaries of the Company have met their respective Profit Guarantees for FY2025.

3. UPDATES ON REPAYMENT OF CUMULATIVE SHORTFALL UP TO FY2022 FOR VENDOR 1

3.1 For Vendor 1, the Shortfall up to FY2022 had been announced on 18 March 2024, and the repayment plan had been agreed as per in the table below. As such, the surplus for FY2023, FY2024 and FY2025 was not used to offset the Shortfall up to FY2022.

Repayment for Shortfall (RMB) (each a "**Payment Amount**")		
Tranche	**Period**	**Payment Amount**
1	Within 30 days from 31 May 2023	446,830
2	Within 30 days from 1 December 2024	446,830
3	Within 30 days from 1 December 2025	446,830
4	Within 30 days from 1 December 2026	446,830
5	Within 30 days from 1 December 2027	446,830
6	Within 30 days from 1 December 2028	446,830
Total		**2,680,980**

(Total Existing Shortfall Settlement Schedule)

3.2 Further to the payment of Tranche 1 made by Vendor 1 as announced on 18 March 2024, as of the date of this announcement, all remaining Shortfall amount of RMB2,234,150 from Tranche 2 to Tranche 6 had been fully repaid in cash by Vendor 1.

3.3 There are no outstanding Shortfalls from Vendor 2 and Vendor 3 as at date of this announcement.

4. FURTHER ANNOUNCEMENT(S)

The Company will make such further announcement(s) to keep its shareholders informed, as and when there are material updates or developments in connection with the Adjustments of the Profit Guarantee. Shareholders and potential investors are advised to exercise caution when dealing in the Company's securities. When in doubt, Shareholders and potential investors are advised to seek independent advice from their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

By Order of the Board

Mr. Chua Ser Miang
Non-Executive and Non-Independent Chairman

5 June 2026

For more information, please contact:

Financial Controller
Loo Keat Choon
Tel: 6235 1188
Email: calvin@aoxin.sg