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Presentation on Consolidation of Ownership of Hospitals

11 November 2016

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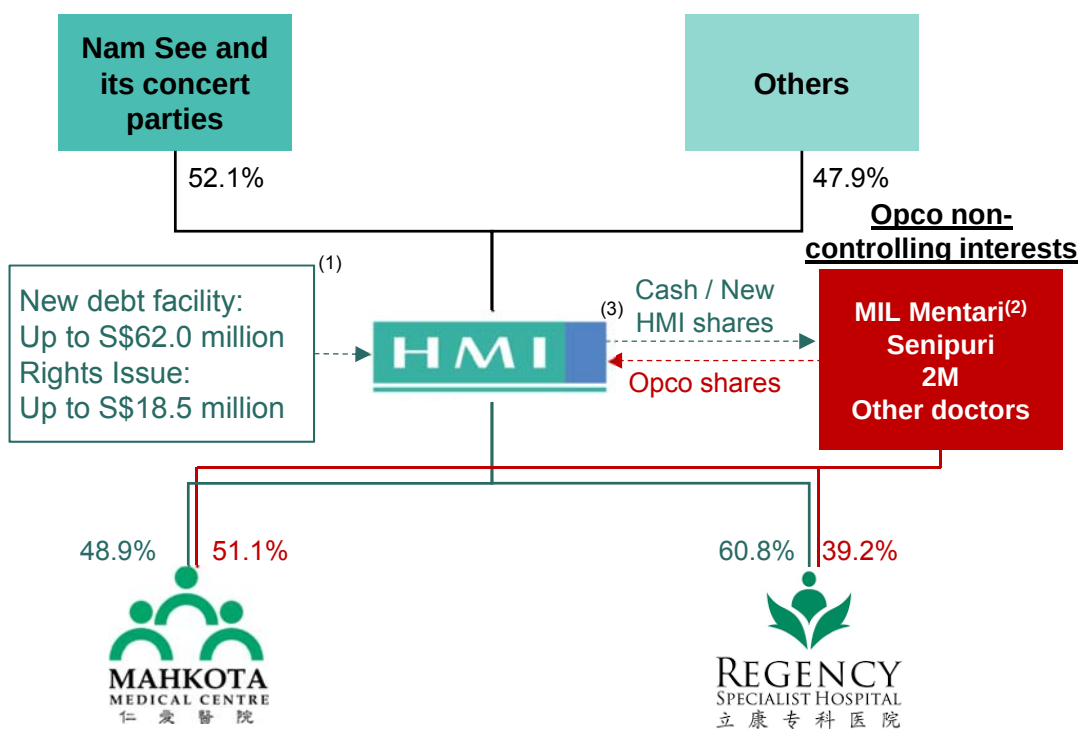


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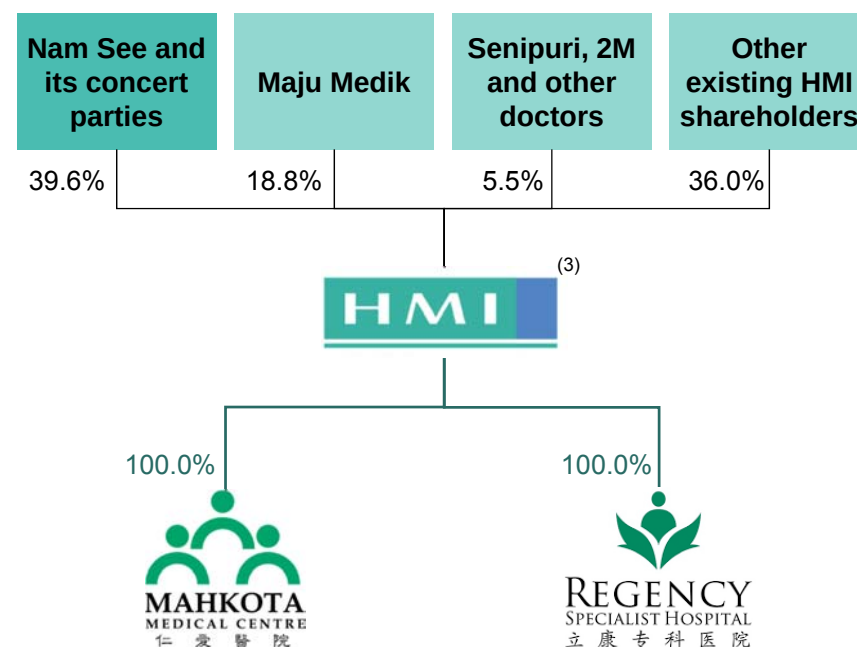
1. OVERVIEW OF CONSOLIDATION

Transaction Summary

Transaction Structure



Post Transaction Corporate / Ownership Structure⁽⁴⁾



Proposed Consolidation of HMI's non-controlling interests in its hospitals for a total consideration of S\$183.2 million via a combination of cash and new HMI shares

Note: Based on agreed exchange rate of S\$1.00 : RM3.0380.

(1) Terms of new debt facility and Rights Issue are detailed in page 10. HMI will use internal cash resources to pay for the Other doctors' stakes.

(2) MIL Mentari is a wholly-owned subsidiary of Maju Medik.

(3) HMI also owns 100.0% of HMI Institute of Health Sciences Pte Ltd.

(4) 11 new ordinary shares ("Rights Shares") for every 200 shares held by existing shareholders. Pro Forma shareholding assumes full take-up for Rights Issue (i.e. 32,376,443 Rights Shares) on a pro-rata basis and issuance of 199,822,890 Consideration Shares. Includes the outstanding 3.8m vested Employee Stock Options from November 2014 award.

Transaction Rationale

1

✓ Transaction is Financially Attractive for HMI

- ✓ On a Pro Forma basis, the transaction is expected to be 30.4% accretive to fully-diluted EPS for FY2016A
- ✓ Pro Forma impact on leverage for HMI is moderate, with expected Pro Forma net debt / FY2016A EBITDA⁽¹⁾ of 1.6x, in line with key market peers

2

✓ Increased Scale Post Consolidation

- ✓ Post-transaction, HMI's group structure will be clearer with no significant non-controlling interest
- ✓ HMI will also have increased scale (100% of operating company EBITDA and net income)

3

✓ Create Enlarged Listed Healthcare Platform

- ✓ An enlarged listed healthcare platform will facilitate HMI's regional growth strategy

Strong transaction rationale for Consolidation that benefits HMI shareholders

Note: HMI has a 30 June year-end.

(1) EBITDA refers to Earnings Before Interest, Tax, Depreciation and Amortisation, and excludes net currency gains or losses and share of profit of associated corporations.

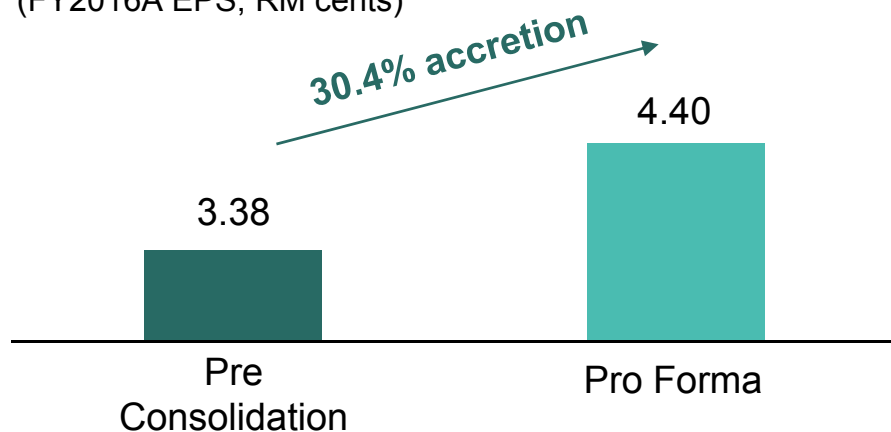
1

Transaction is Financially Attractive for HMI

- ✓ Transaction is expected to be fully-diluted EPS accretive for HMI on a historical Pro Forma basis
- ✓ Moderate impact on leverage – Pro Forma leverage is expected to be in line with key market peers

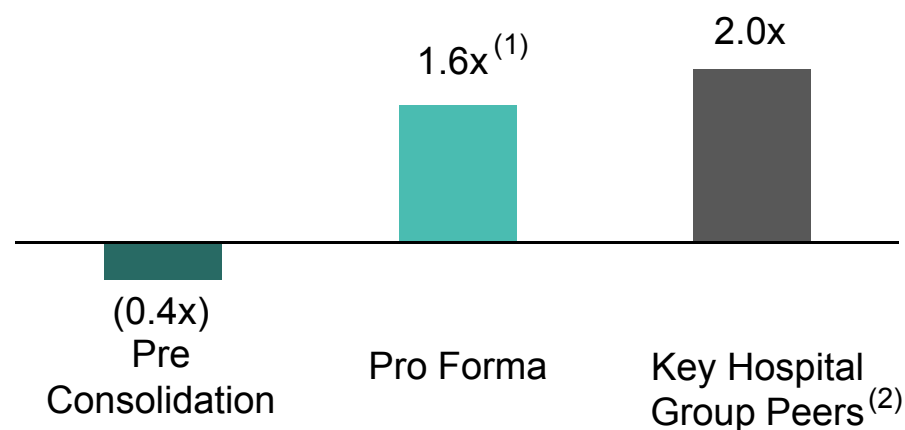
Earnings Accretive⁽¹⁾

(FY2016A EPS, RM cents)



Moderate Impact on Leverage

(Net Debt / FY2016A EBITDA)



Transaction is 30.4% accretive on a FY2016A fully-diluted EPS Pro Forma basis

Note: HMI has a 30 June year-end.

(1) Pro Forma assumes additional debt facility of S\$62.0 million at an interest rate of 5.25%, excluding one-off transaction fees, expenses and taxes, and issue of additional 32,376,443 Rights Shares and 199,822,890 Consideration Shares. Assumes exercise of 3.8 million Employee Stock Options and allotment of 8.8 million Performance Shares on 1 July 2015.

(2) Based on median Net Debt / Last Twelve Months EBITDA multiple of Apollo Hospitals Enterprise Limited, Bangkok Dusit Medical Services PCL, Bumrungrad Hospital PCL, Fortis Healthcare Limited, IHH Healthcare Berhad, KPJ Healthcare Berhad, PT Mitra Keluarga Karyasehat Tbk, Raffles Medical Group Ltd, PT Sarana Meditama Metropolitan Tbk and PT Siloam International Hospitals Tbk.

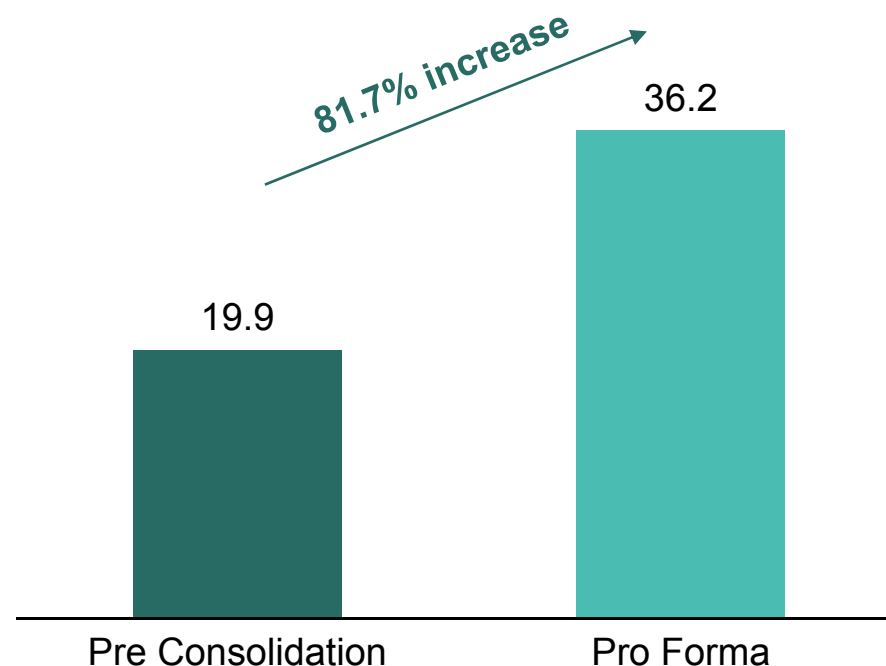
Increased Scale Post Consolidation

100% ownership of operations and assets of two large scale hospitals

Hospital	Bed capacity	# of practicing consultants	# of patients annually ('000)
 MMC	288	>120	c.300
 RSH	218	>70	c.110
Total	506	>190	c.410

Net Profit Attributable to Shareholders⁽¹⁾

(FY2016A, RM million)



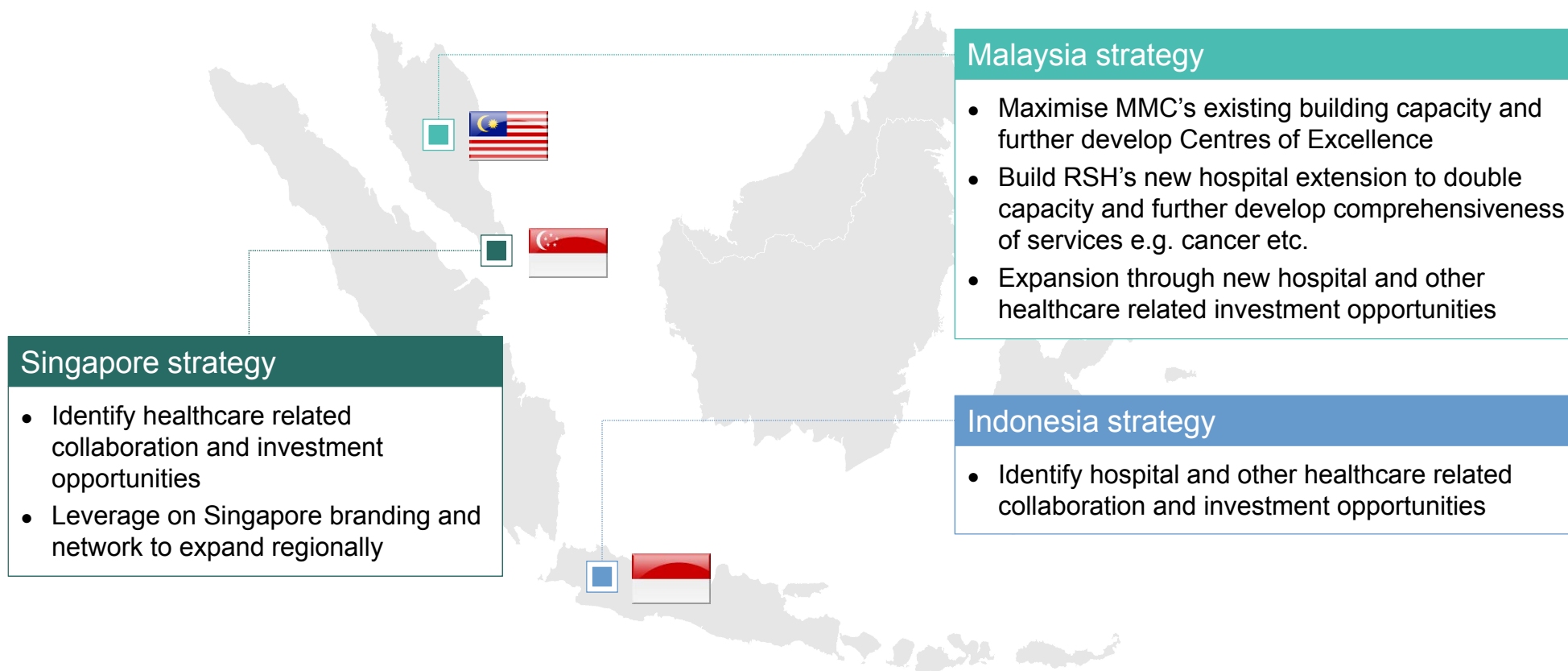
Sizeable hospital group with FY2016A c.RM400m revenue and c.RM90m EBITDA

Note: HMI has a 30 June year-end.

(1) Pro Forma assumes additional debt facility of S\$62.0 million at an interest rate of 5.25%, excluding one-off transaction fees, expenses and taxes.

Create Enlarged Listed Healthcare Platform

- HMI aims to be a regional healthcare company with a focus on Singapore, Malaysia and Indonesia
- Consolidation enables greater operational flexibility and improved access to funding options



Consolidation of hospital interests and larger capital base establishes platform for HMI to pursue its regional growth strategy



2. KEY CONSOLIDATION TERMS

Key Terms of Consolidation and Funding

Transaction structure⁽¹⁾

- Acquisition of 100.0% of MIL Mentari⁽²⁾; 100.0% of Senipuri⁽³⁾; 100.0% of 2M⁽³⁾ for RM556.5 million / S\$183.2 million
- Total cash consideration is RM210.5 million / S\$69.3 million and total new HMI share consideration is RM346.0 million / S\$113.9 million

Consideration Shares

- Issue price of Consideration Shares is S\$0.57 per new HMI share
- Total Consideration Shares Issuance of 199.8 million new HMI shares; 1 year lock-up

Debt funding

- Senior secured debt facility of up to S\$62.0 million
- 5-year tenure

Rights Issue

- Proposed renounceable non-underwritten rights issue (Nam See and its concert parties undertake to subscribe for their pro-rata entitlement of 52.1%)
- 11 new ordinary shares (“Rights Shares”) for every 200 shares held by existing shareholders
- Up to S\$18.5 million in gross proceeds
- Rights issue price of S\$0.57 per Rights Share
- Issue size of up to 32,376,443 Rights Shares⁽⁴⁾
- Full subscription of Rights Issue is not a Condition Precedent to the Consolidation

Note: Based on agreed exchange rate of S\$1.00 : RM3.0380.

(1) Separately, HMI has also agreed to acquire from two other doctors their direct shareholdings (under 0.2%) in MMC and indirect shareholdings (under 0.1%) in RSH.

(2) MIL Mentari is a wholly-owned subsidiary of Maju Medik.

(3) A holding entity of a number of Singapore-based doctors, including Dr Cheah Way Mun (“CWM”), a non-executive, independent Director of HMI.

(4) Based on 584,882,686 outstanding shares (as of 10 November 2016) and includes Rights Shares arising from any conversion of share options. Fractional entitlements are disregarded.

HMI Shareholder Approvals

Shareholder Approval

- Shareholder approval is required for:
 - Major transaction
 - Interested Party Transaction (“IPT”), for CWM transaction only
 - Rights issuance
 - Issue of Consideration shares
- Nam See and its concert parties have provided irrevocable undertakings to vote their 52.1% stake in support for the above items

Others

- Acquisition from CWM constitutes an IPT as it involves HMI purchasing shares in Senipuri and 2M from him (CWM is a non-executive, independent Director of HMI)
 - An Independent Financial Advisor (“IFA”) will be appointed to opine as to whether the transaction is on normal commercial terms and is not prejudicial to the interest of HMI and its shareholders (other than CWM and his associates)
- The IFA opinion will be included in the shareholder circular that will be circulated to all shareholders prior to HMI EGM for the shareholder approvals required

Transaction Timetable

Target date	Event ⁽¹⁾
Announcement of Transaction	• 11 November 2016
EGM for approval of Transaction	• Early February 2017
Books closure date for Rights Issue	• Mid February 2017
Despatch of Offer Information Statement for Rights Issue	• Mid February 2017
Transaction closing date	• March 2017

(1) Dates are indicative and subject to changes.



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APPENDIX

MMC Overview

General description

- Established in 1994, MMC is the largest private tertiary hospital in South Malaysia⁽¹⁾ with 288-bed capacity, serving almost 300,000 patients a year
 - Strategically located within historical city centre of Malacca
 - >120 consultants across comprehensive range of medical and surgical specialties and sub-specialties
- Has one of the highest EBITDA margins amongst key domestic hospital peers
- A pioneer and leader of medical tourism in Malaysia
 - First mover in Indonesia (since 1999) with strong brand recognition today
 - c.10% market share of Malaysia's medical tourists (with >80,000 foreign patients a year)
 - Frost & Sullivan "Malaysia Medical Tourism Hospital of the Year" in 2015 & 2016
- Won 18 awards to date and achieved Malaysian Society for Quality in Healthcare 4-year accreditation (4th edition)



One of the most established and profitable hospitals in Malaysia and the region

(1) Refers to Johor, Malacca and Negeri Sembilan.

RSH Overview

General description

- Established in 2009, Regency is one of the fastest growing private hospitals in Malaysia with 218-bed capacity, serving >110,000 patients a year
 - First major tertiary hospital built in Johor in 20 years
 - 15 minutes drive from Singapore-Woodlands checkpoint and Johor Bahru City Centre
 - >70 practicing consultants across wide range of medical and surgical specialties
 - 5-year revenue CAGR of 45% and patient load CAGR of 27%
 - Planned medical block extension at RSH which will more than double existing capacity. Construction is expected to commence in 2017
- Closest tertiary hospital to Pasir Gudang industrial area and new RM60 billion Petronas oil refinery-petrochemicals complex in Iskandar Malaysia
 - Only private hospital in Malaysia to have 24-hour A&E staffed by emergency specialists
- Potential for medical tourism from regional markets i.e. Indonesia and Singapore



Aims to become fully comprehensive care hospital for local and overseas patients



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