



SINGAPORE MEDICAL GROUP LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200503187W)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of **SINGAPORE MEDICAL GROUP LIMITED** (the “Company”) will be held at 290 Orchard Road, #14-03, The Paragon, Singapore 238859 on 5 July 2017 at 4.30 p.m., for the purpose of considering, and if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION:

THE PROPOSED ACQUISITION OF 50,000 SHARES REPRESENTING 10% OF THE TOTAL ISSUED AND PAID-UP SHARE CAPITAL OF CANCER CENTRE PTE. LTD. AS AN INTERESTED PERSON TRANSACTION WITH THE ALLOTMENT AND ISSUANCE OF 5,392,428 SHARES IN THE CAPITAL OF THE COMPANY AS CONSIDERATION

That:

- (a) approval be and is hereby given for the Acquisition of 50,000 ordinary shares, representing 10% of the issued and paid-up share capital, of Cancer Centre Pte. Ltd. from the Vendor in accordance with the terms and conditions of the SPA;
- (b) approval be and is hereby given to the Directors or any of them to allot and issue to the Vendor, Dr Wong Seng Weng, who is a Director of the Company, subject to and otherwise in accordance with the terms and conditions of the SPA, 5,392,428 Consideration Shares on Completion Date;
Such Consideration Shares when issued shall rank *pari passu* in all respects with the then existing shares of the Company, save as may be provided in the terms and conditions of the SPA. The precise terms of the issue of the Consideration Shares are set out in the SPA. Dr Wong Seng Weng and his associates (if any) will abstain from exercising any voting rights on this resolution; and
- (c) approval be and is hereby given for the Proposed Acquisition in accordance with the terms and conditions of the SPA, which constitutes an interested person transaction under the Catalist Rules; and
- (d) the Directors and any of them be and are hereby authorised and empowered to approve, complete and do all such acts and things (including to approve, modify, ratify, sign, seal, execute and deliver all such documents as may be required) as they or he may consider expedient, desirable or necessary or in the interests of the Company to give effect to the Proposed Acquisition, this resolution and the transactions contemplated by the Proposed Acquisition and/or authorised by this resolution.

All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the Circular to Shareholders dated 16 June 2017.

BY ORDER OF THE BOARD

Chan Wan Mei,
Lee Pay Lee
Company Secretaries
16 June 2017

Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint one or two proxies, in any case not more than two proxies, to attend and vote on his behalf. A proxy need not be a member of the Company.
2. The instrument appointing a proxy must be deposited at the registered office of the Company at 290 Orchard Road, #13-01, The Paragon, Singapore 238859 at least 48 hours before the time appointed for the EGM. The sending of a Proxy Form by a member does not preclude him from attending and voting in person at the EGM if he so wishes. Any appointment of a proxy or proxies shall be deemed to be revoked if a member attends the EGM in person and, in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to the EGM.
3. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, or by attending the EGM, a Member (a) consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (b) warrants that where the Member discloses the personal data of the Member's proxy(ies) and/or representative(s) to the Company (or its agents), the Member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (c) agrees that the Member will indemnify the Manager and the Trustee in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Member's breach of warranty. In addition, by attending the EGM and/or any adjournment thereof, a Member consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents) for any of the Purposes.

This document has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch, (the “Sponsor”) for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “SGX-ST”), this being the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this document.

This document has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr Eric Wong, Director, Investment Banking, Singapore. The contact particulars are 50 Raffles Place, #09-01, Singapore Land Tower, Singapore 048623, Telephone: +65 6337 5115.