**VOLUNTARY CONDITIONAL CASH OFFER**

by

**RHB SECURITIES SINGAPORE PTE. LTD.**
(Company Registration No.: 198701140E)
(Incorporated in the Republic of Singapore)

**for and on behalf of**
**GENTLE CARE PTE. LTD.**
(Company Registration No.: 201625374Z)
(Incorporated in the Republic of Singapore)

**to acquire all the issued and paid-up ordinary shares in the capital of**

**HEALTHWAY MEDICAL CORPORATION LIMITED**
(Company Registration No.: 200708625C)
(Incorporated in the Republic of Singapore)

**including all those owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror**

# DEALINGS DISCLOSURE AND UPDATES TO THE OFFER ANNOUNCEMENT

## 1. INTRODUCTION

RHB Securities Singapore Pte. Ltd. ("**RHBSEC**") refers to the offer announcement dated 7 February 2017 (the "**Offer Announcement**") in connection with the voluntary conditional cash offer by RHBSEC for and on behalf of Gentle Care Pte. Ltd. (the "**Offeror**")[1] for all the issued and paid-up ordinary shares (the "**Shares**") (which shall, for the avoidance of doubt, include any Shares issued pursuant to the exercise of instruments convertible into, rights to subscribe for, and options in respect of, Shares, convertible securities or securities which carry voting rights during the offer period) in the capital of Healthway Medical Corporation Limited (the "**Company**"), including all the Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Announcement, unless otherwise expressly stated or the context otherwise requires.

[1] The Offeror is a wholly-owned subsidiary of Valiant Leader Limited, and an indirect subsidiary of each of Tamsett Holdings Limited, Rickon Holdings Limited, Lippo China Resources Limited, Skyscraper Realty Limited, First Tower Corporation, Lippo Limited and Lippo Capital Limited

## 2. DEALINGS BY THE OFFEROR

Pursuant to Rule 12.1 of the Singapore Code on Take-overs and Mergers, RHBSEC wishes to announce, for and on behalf of the Offeror, that the Offeror has acquired the following Shares[2] on 7 February 2017 (the "**Acquired Shares**") on the SGX-ST following the finalisation of the Offer Announcement, details of which are set out below:

| S/N | Description | |
|---|---|---|
| 1. | Name of purchaser | Gentle Care Pte. Ltd. |
| 2. | Total number of Acquired Shares | 103,000,000 |
| 3. | Percentage of the total number of Shares(1) constituted by the Acquired Shares | 4.1866%(2) |
| 4. | Consideration paid per Share for the Acquired Shares, excluding brokerage fee, clearing fee and applicable tax | 91,000,000 Shares at S$0.042<br><br>4,000,000 Shares at S$0.041<br><br>8,000,000 Shares at S$0.040 |
| 5. | Resultant total number of Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror | 429,937,600 |
| 6. | Resultant percentage of the total number of Shares(1) represented by all Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror | 17.4755%(2) |

**Notes:**

(1) In this Announcement, the total number of issued Shares in the capital of the Company is 2,460,234,183 Shares.

(2) Rounded to the nearest four decimal places.

[2] In this Announcement, Shares agreed to be acquired pursuant to a trade on the SGX-ST on a trade date are regarded as Shares already acquired on that trade date, notwithstanding that settlement of that trade will occur on a later trading date.

## 3. UPDATES TO THE OFFER ANNOUNCEMENT

Further to the dealings set out in paragraph 2 of this Announcement, as an update to the Offer Announcement, the dealings in Shares by the Relevant Persons during the 6-month period preceding the Offer Announcement Date are as set out in Schedule 1 of this Announcement.

## 4. RESPONSIBILITY STATEMENT

The directors of the Offeror (including any who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that there are no material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

The directors of the Offeror jointly and severally accept full responsibility accordingly.

Issued by
**RHB SECURITIES SINGAPORE PTE. LTD.**

For and on behalf of
**GENTLE CARE PTE. LTD.**

8 February 2017

Singapore

*Any inquiries relating to this Announcement or the Offer should be directed during office hours to:*

**RHB Securities Singapore Pte. Ltd.**
Tel: (65) 6533 3388

*Forward-Looking Statements*

*All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend",*

*"project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information.*

*Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Offeror nor RHBSEC undertakes any obligation to update publicly or revise any forward-looking statements.*

## SCHEDULE 1

The table below sets out the dealings in Shares by the Relevant Persons during the 6-month period preceding the Offer Announcement Date:

| Name | No. of Shares Bought / (Sold) | Price per Share (S$) | Dealing Date |
|---|---|---|---|
| Continental Equity Inc. (a wholly-owned subsidiary of Rickon Holdings Limited) | 1,000,000 | 0.035 | 21 September 2016 |
| | 3,000,000 | 0.0347 | 29 November 2016 |
| | 1,000,000 | 0.03 | 6 December 2016 |
| | 1,000,000 | 0.031 | 6 December 2016 |
| | 10,761,400 | 0.0325 | 21 December 2016 |
| | 4,200,000 | 0.033 | 22 December 2016 |
| | 9,400,000 | 0.0326 | 23 December 2016 |
| | 3,400,000 | 0.033 | 27 December 2016 |
| | 4,500,000 | 0.033 | 28 December 2016 |
| The Offeror | 173,676,200 | 0.038 | 2 February 2017 |
| | 8,000,000 | 0.040 | 7 February 2017 |
| | 4,000,000 | 0.041 | 7 February 2017 |
| | 91,000,000 | 0.042 | 7 February 2017 |
| RHB Securities Singapore Pte. Ltd.[(1)] | (200,000) | 0.029 | 8 August 2016 |
| | (400,000) | 0.029 | 10 August 2016 |
| | (400,000) | 0.029 | 11 August 2016 |
| | (700,000) | 0.030 | 12 August 2016 |
| | (600,000) | 0.030 | 12 August 2016 |
| | (200,000) | 0.029 | 15 August 2016 |
| | (200,000) | 0.030 | 15 August 2016 |
| | (500,000) | 0.029 | 16 August 2016 |
| | (200,000) | 0.029 | 17 August 2016 |
| | (200,000) | 0.028 | 18 August 2016 |
| | (100,000) | 0.027 | 19 August 2016 |
| | (400,000) | 0.026 | 22 August 2016 |
| | (1,200,000) | 0.026 | 23 August 2016 |
| | (200,000) | 0.027 | 26 August 2016 |
| | (286,100) | 0.027 | 29 August 2016 |
| | (14,999,900) | 0.029 | 30 August 2016 |
| | (800,000) | 0.028 | 31 August 2016 |
| | (800,000) | 0.028 | 1 September 2016 |
| | (1,013,583) | 0.028 | 2 September 2016 |
| | (400,000) | 0.030 | 8 September 2016 |
| | (100,000) | 0.032 | 9 September 2016 |
| | (500,000) | 0.032 | 13 September 2016 |
| | (500,000) | 0.031 | 14 September 2016 |
| | (346,900) | 0.032 | 15 September 2016 |
| | (300,000) | 0.031 | 16 September 2016 |
| | (300,000) | 0.031 | 19 September 2016 |
| | (200,000) | 0.031 | 20 September 2016 |
| | (500,000) | 0.036 | 21 September 2016 |
| | (100,000) | 0.035 | 22 September 2016 |
| | (100,000) | 0.036 | 23 September 2016 |
| | (300,000) | 0.032 | 16 December 2016 |
| | (300,000) | 0.031 | 19 December 2016 |
| | (300,000) | 0.031 | 20 December 2016 |
| | (4,000,000) | 0.033 | 21 December 2016 |
| | (2,000,000) | 0.033 | 22 December 2016 |
| | (4,000,000) | 0.033 | 23 December 2016 |
| | (2,000,000) | 0.033 | 27 December 2016 |

| Name | No. of Shares Bought / (Sold) | Price per Share (S$) | Dealing Date |
|---|---|---|---|
| | (4,000,000) | 0.034 | 28 December 2016 |
| | (769,000) | 0.034 | 29 December 2016 |
| | (500,000) | 0.033 | 3 January 2017 |

**Note:**

(1) Dealings in the Shares by RHBSEC were due to force selling activities of the Shares pledged by the clients of RHBSEC pursuant to margin calls on the share margin financing facilities extended by RHBSEC to such clients.