



Q & M DENTAL GROUP (SINGAPORE) LIMITED

(Company Registration Number 200800507R)

(Incorporated in the Republic of Singapore)

MANDATORY UNCONDITIONAL CASH OFFER BY Q & M DENTAL GROUP (SINGAPORE) LIMITED FOR AOXIN Q & M DENTAL GROUP LIMITED

- CLOSE OF OFFER

The Board of Directors (the “**Board**”) of Q & M Dental Group (Singapore) Limited (the “**Company**”, and collectively with its subsidiaries, the “**Group**”) refers to:

- (a) the Company’s announcement dated 30 April 2025 in relation to the Security Enforcement and the Offer;
- (b) the offer announcement dated 30 April 2025 (“**Offer Announcement**”), in relation to the mandatory unconditional cash offer (the “**Offer**”) in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the “**Code**”) for all the issued and paid-up ordinary shares (“**Aoxin Shares**”) in the capital of Aoxin Q & M Dental Group Limited (“**Aoxin**”), other than the Aoxin Shares held in treasury and those Aoxin Shares already owned, controlled or agreed to be acquired by the Company and parties acting in concert with it, as at the date of the Offer; and
- (c) the offer document dated 19 May 2025 in relation to the Offer (“**Offer Document**”).

Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning given to them in the Previous Announcement.

The Board wishes to announce that the Offer has closed at 5.30 p.m. (Singapore time) on 16 June 2025. As at 5.30 p.m. (Singapore time) on 16 June 2025, the total number of Aoxin Shares owned, controlled or agreed to be acquired by the Company (including valid acceptances of the Offer) amount to an aggregate of 269,323,546 Aoxin Shares, representing approximately 52.65%¹ of the total number of Aoxin Shares.

Accordingly, Aoxin has become a 52.65%¹ owned subsidiary of the Company.

A copy of the close of offer announcement released by the Company in respect of the Offer is set out in the Schedule to this announcement and is also available on the website of the SGX-ST at www.sgx.com

By Order of the Board

Ng Sook Hwa
Chief Financial Officer
16 June 2025

¹ Based on a total of 511,522,048 shares in the issued share capital of Aoxin (excluding treasury shares) as at the date of this announcement. Percentages are rounded to the nearest two decimal places

Any inquiries relating to the Offer should be directed to the following:

Q & M Dental Group (Singapore) Limited

Tel: (65) 67059888

SCHEDULE

CLOSE OF OFFER ANNOUNCEMENT

(Separately attached)

MANDATORY UNCONDITIONAL CASH OFFER

by

Q & M DENTAL GROUP (SINGAPORE) LIMITED

(Company Registration No: 200800507R)
(Incorporated in the Republic of Singapore)

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

AOXIN Q & M DENTAL GROUP LIMITED

(Company Registration No: 201110784M)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it

CLOSE OF OFFER

LEVEL OF ACCEPTANCES OF OFFER

1. INTRODUCTION

Q & M Dental Group (Singapore) Limited (the “**Offeror**”) refers to:

- (a) the offer announcement dated 30 April 2025 (“**Offer Announcement**”), in relation to the mandatory unconditional cash offer (the “**Offer**”) in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the “**Code**”) for all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of Aoxin Q & M Dental Group Limited (the “**Company**”), other than the Shares held in treasury and those Shares already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it (“**Offeror Concert Parties**”), as at the date of the Offer; and
- (b) the offer document dated 19 May 2025 in relation to the Offer (“**Offer Document**”).

Unless otherwise defined, capitalised terms in this announcement shall bear the same meaning as set out in the Offer Document.

2. CLOSE OF THE OFFER

The Offeror wishes to announce that the Offer has closed at 5.30 p.m. (Singapore time) on 16 June 2025.

Accordingly, the Offer is no longer open for acceptances and any acceptances of the Offer received after 5.30 p.m. (Singapore time) on 16 June 2025 shall be rejected.

3. FINAL LEVEL OF ACCEPTANCES

Pursuant to Rule 28.1 of the Code, the Offeror wishes to announce that, as of 5.30 p.m. (Singapore time) on 16 June 2025, the total number of Shares (a) held before the offer period; (b) acquired or agreed to be acquired during the offer period; and (c) for which valid acceptances of the Offer have been received, are as follows:

	Number of Shares	Percentage of the total number of Shares (%) ⁽¹⁾
Shares held as at the Offer Announcement Date by:		
(i) the Offeror ⁽²⁾	255,644,318	49.98
(ii) the Offeror Concert Parties	2,842,100	0.55
Shares acquired or agreed to be acquired between the Offer Announcement Date and up to 5.30 p.m. (Singapore time) on 16 June 2025 (other than pursuant to valid acceptances of the Offer) by:		
(i) the Offeror	Nil	Nil
(ii) the Offeror Concert Parties	Nil	Nil
Valid acceptances of the Offer as at 5.30 p.m. (Singapore time) on 16 June 2025 received from:		
(i) Shareholders (other than the Offeror Concert Parties) ⁽³⁾	13,679,228	2.67
(ii) the Offeror Concert Parties ⁽³⁾	Nil	Nil
Total number of Shares owned, controlled or agreed to be acquired by the Offeror and the Offeror's Concert Parties (including valid acceptances of the Offer) as at 5.30 p.m. (Singapore time) on 16 June 2025	272,165,646	53.21

Notes:

- (1) Based on a total of 511,522,048 Shares (excluding treasury shares) as at the date of this announcement. Percentages are rounded to the nearest two decimal places.
- (2) This includes 87,973,480 Shares acquired by the Offeror pursuant to the Security Enforcement, as disclosed in the Offer Document.
- (3) Based on the latest information available to the Offeror as at 5.30 p.m. (Singapore time) on 16 June 2025.

4. RESULTANT SHAREHOLDING

As at 5.30 p.m. (Singapore time) on 16 June 2025:

- (a) the total number of Shares owned, controlled or agreed to be acquired by the Offeror (including valid acceptances of the Offer)¹ amount to an aggregate of 269,323,546 Shares, representing approximately 52.65%² of the total number of Shares; and
- (b) the total number of Shares owned, controlled or agreed to be acquired by the Offeror and the Offeror Concert Parties (including valid acceptances of the Offer)¹ amount to an aggregate of 272,165,646 Shares, representing approximately 53.21%² of the total number of Shares.

5. RESPONSIBILITY STATEMENT

The Offeror Directors (including those 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 no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading. The Offeror Directors jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, in relation to the Company), the sole responsibility of the Offeror Directors has been to ensure, through reasonable enquiries, that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

Issued by
Q & M Dental Group (Singapore) Limited

16 June 2025

Any inquiries relating to this announcement or the Offer should be directed to the following:

Q & M Dental Group (Singapore) Limited
Tel: (65) 67059888

¹ Based on the latest information available to the Offeror as at 5.30 p.m. (Singapore time) on 16 June 2025.

² Based on a total of 511,522,048 Shares (excluding treasury shares) as at the date of this announcement. Percentages are rounded to the nearest two decimal places.