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 ANNOUNCEMENT

1. INTRODUCTION

RHB Securities Singapore Pte. Ltd. ("**RHBSEC**") refers to the offer document dated 28 February 2017 (the "**Offer Document**") in connection with the voluntary conditional cash offer (the "**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 Document, 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 on 25 April 2017:

i) the Offeror has acquired the 785,000 Shares[2] (the "**Acquired Shares**") on the SGX-ST; and

ii) 443,262,411 new Shares (the "**Offeror Conversion Shares**") were allotted and issued to the Offeror today, pursuant to the conversion by the Offeror of S$15 million in principal amount of the second tranche of convertible notes issued by the Company (the "**T2 CN B**") (which it had acquired from GW Active Limited pursuant to the sale and purchase agreement entered into by the Offeror and GW Active Limited on 23 April 2017) (the "**Offeror Conversion**").

More details of the above mentioned dealings are set out in the table below:

S/N	Description	
1.	Total number of Acquired Shares and Offeror Conversion Shares	444,047,411
2.	Nature of Dealing	Open market purchases and Offeror Conversion
3.	Percentage of the total number of Shares(a) constituted by the Acquired Shares and Offeror Conversion Shares	13.88%(b)
4.	Percentage of the maximum potential issued share capital of the Company(c) constituted by the Acquired Shares and Offeror Conversion Shares	9.80%(b)
5.	Consideration paid per Share for the Acquired Shares and Offeror Conversion Shares, excluding brokerage fee, clearing fee and applicable tax	S$0.042
6.	Resultant total number of Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or presumed to be acting in concert with the Offeror (excluding valid acceptances of the Offer)	1,254,801,658
7.	Resultant percentage of the total number of Shares(a) represented by all Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or presumed to be acting in concert with the Offeror (excluding valid	39.22%(b)

[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 date.

	acceptances of the Offer)	
8.	Resultant percentage of the maximum potential issued share capital of the Company[(c)] represented by all Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or presumed to be acting in concert with the Offeror (excluding valid acceptances of the Offer)	27.71%[(b)]

Notes:

(a) In this Announcement, the total number of issued Shares in the capital of the Company is 3,199,004,867 Shares. Pursuant to the Company's announcements dated 25 April 2017 titled "Proposed Issuance of Notes – Conversion of T2 CN B", the Company announced that the total number of issued Shares has increased from 2,755,742,456 Shares to 3,199,004,867 Shares as S$15 million in principal amount of T2 CN B were converted into 443,262,411 new Shares pursuant to the Offeror Conversion.

(b) Rounded to the nearest two decimal places.

(c) "maximum potential issued share capital of the Company" means 4,528,792,101 Shares which would be in issue had all the outstanding T2 CN B (as defined in the Company's announcement dated 23 March 2017 titled "Proposed Issuance of Notes – Amendments to Terms of the Subscription Agreement" and issued pursuant to the Company's announcement dated 21 April 2017 titled "Proposed Issuance of Notes – Completion and Issue of T2 CN B") which are convertible into new Shares prior to the Closing Date been validly converted as at the date of this Announcement.

3. 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.

25 April 2017

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

RHB Securities Singapore Pte. Ltd.
Tel: (65) 6232 3696

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.