

**THIS RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2022 FOR QT VASCULAR LTD IS RELEASED UNDER QUANTUM HEALTHCARE LIMITED AS FOLLOWING THE COMPLETION OF QT VASCULAR LTD'S SCHEME OF ARRANGEMENT UNDER SECTION 210 OF THE COMPANIES ACT 1967 OF SINGAPORE ON 28 JULY 2022, THE LISTING STATUS OF QT VASCULAR LTD WAS TRANSFERRED TO QUANTUM HEALTHCARE LIMITED. QT VASCULAR LTD WAS DELISTED FROM THE CATALIST BOARD OF THE SGX-ST WITH EFFECT FROM 9.00 A.M. ON 29 JULY 2022.**

**PLEASE REFER TO QT VASCULAR LTD'S ANNOUNCEMENT DATED 28 JULY 2022 FOR MORE DETAILS.**

QT Vascular Ltd. and its subsidiaries

**CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

		<b>Group</b>		
		<b>6 months ended</b>		
	<b>Note</b>	<b>30 June 2022</b>	<b>30 June 2021</b>	<b>Change</b>
		<b>S\$'000</b>	<b>S\$'000</b>	
Revenue	6	4,119	–	100%
Cost of sales		(2,250)	–	100%
<b>Gross profit</b>		<b>1,869</b>	<b>–</b>	<b>100%</b>
Administrative expenses		(2,834)	(1,800)	57.4%
Research and development expenses		(23)	–	100%
Other income		94	455	(79.3)%
<b>Results from operating activities</b>		<b>(894)</b>	<b>(1,345)</b>	<b>(33.5)%</b>
Finance costs		(106)	(84)	26.2%
<b>Net finance costs</b>		<b>(106)</b>	<b>(84)</b>	<b>26.2%</b>
<b>Loss before taxation</b>	7	<b>(1,000)</b>	<b>(1,428)</b>	<b>(30.0)%</b>
Tax expense		(50)	–	100%
<b>Loss for the period</b>		<b>(1,050)</b>	<b>(1,428)</b>	<b>(26.5)%</b>
<b>Other comprehensive loss</b>				
Item that is or may be reclassified subsequently to profit or loss:				
Foreign currency translation differences		279	15	>100%
<b>Total comprehensive loss for the period</b>		<b>(771)</b>	<b>(1,414)</b>	<b>(45.5)%</b>
<b>Loss attributable to:</b>				
Owners of the Company		(1,004)	(1,428)	(29.7)%
Non-controlling interests		(46)	–	100%
<b>Loss for the period</b>		<b>(1,050)</b>	<b>(1,428)</b>	<b>(26.5)%</b>
<b>Total comprehensive loss attributable to:</b>				
Owners of the Company		(725)	(1,414)	(48.7)%
Non-controlling interests		(46)	–	100%
<b>Total comprehensive loss for the period</b>		<b>(771)</b>	<b>(1,414)</b>	<b>(45.5)%</b>
<b>Loss per share for the loss for the period attributable to the owners of the Company:</b>				
Basic (SGD in cent)	14	(0.0002)	(0.0006)	
Diluted (SGD in cent)	14	(0.0002)	(0.0006)	

## CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION

		30 June 2022 S\$'000	Group 31 December 2021 S\$'000	31 December 2020 S\$'000	30 June 2022 S\$'000	Company 31 December 2021 S\$'000	31 December 2020 S\$'000
Note							
<b>Assets:</b>							
Plant and equipment		425	-	-	137	-	-
Intangible assets	9	8,816	-	1,973	-	-	54
Investment in subsidiaries		-	-	-	7,883	-	17,011
Other investment		-	-	344	-	-	344
Right-of-use assets		2,688	493	55	-	-	-
Other non-current assets		47	49	127	-	-	-
Amount due from a subsidiary		-	-	-	1,283	-	-
<b>Non-current assets</b>		<b>11,976</b>	<b>542</b>	<b>2,498</b>	<b>9,303</b>	<b>-</b>	<b>17,409</b>
Trade and other receivables		1,399	30	792	22	23	270
Cash and cash equivalents		3,292	344	1,307	2,215	7	39
<b>Current assets</b>		<b>4,691</b>	<b>373</b>	<b>2,099</b>	<b>2,237</b>	<b>30</b>	<b>309</b>
<b>Total assets</b>		<b>16,667</b>	<b>915</b>	<b>4,598</b>	<b>11,540</b>	<b>30</b>	<b>17,718</b>
<b>Equity:</b>							
Share capital	12	233,340	235,188	233,371	233,340	235,187	233,371
Reserves		8,490	4,791	5,210	16,681	7,785	6,250
Accumulated losses		(237,149)	(242,372)	(237,565)	(245,442)	(245,256)	(224,211)
<b>Equity attributable to owners of the Company</b>		<b>4,681</b>	<b>(2,394)</b>	<b>1,016</b>	<b>4,579</b>	<b>(2,284)</b>	<b>15,411</b>
<b>Non-controlling interests</b>	16	<b>(182)</b>	<b>(197)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total equity</b>		<b>4,499</b>	<b>(2,591)</b>	<b>1,016</b>	<b>4,579</b>	<b>(2,284)</b>	<b>15,411</b>
<b>Liabilities:</b>							
Loans and borrowings	10	1,929	-	-	1,329	-	-
Amount due to a non-controlling interest	15(I)(A)(ii)	2,767	-	-	2,767	-	-
Lease liabilities		1,820	309	-	-	-	-
<b>Non-current liabilities</b>		<b>6,516</b>	<b>309</b>	<b>-</b>	<b>4,096</b>	<b>-</b>	<b>-</b>
Loans and borrowings	10	540	485	1,348	540	485	1,348
Amount due to a non-controlling interest	15(I)(A)(ii)	1,594	-	-	1,383	-	-
Trade and other payables	11	2,565	2,509	2,174	942	1,829	2,174
Lease liabilities		953	203	61	-	-	-
<b>Current liabilities</b>		<b>5,652</b>	<b>3,198</b>	<b>3,582</b>	<b>2,865</b>	<b>2,314</b>	<b>2,307</b>
<b>Total liabilities</b>		<b>12,168</b>	<b>3,506</b>	<b>3,582</b>	<b>6,961</b>	<b>2,314</b>	<b>2,307</b>
<b>Total equity and liabilities</b>		<b>16,667</b>	<b>915</b>	<b>4,598</b>	<b>11,540</b>	<b>30</b>	<b>17,718</b>

## CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

	Attributable to owners of the Company						Non-controlling interests S\$'000	Total equity S\$'000
	Ordinary shares S\$'000	Other reserve S\$'000	Reserve for own shares S\$'000	Translation reserve S\$'000	Share-based payment reserve S\$'000	Accumulated losses S\$'000		
<b>Group</b>								
<b>At 1 January 2021</b>	233,371	(1,866)	(104)	(5,172)	12,352	(237,565)	–	1,016
<b>Total comprehensive loss for the period</b>								
Loss for the period	–	–	–	–	–	(1,428)	–	(1,428)
<b>Other comprehensive loss</b>								
Foreign currency translation differences	–	–	–	15	–	–	–	15
<b>Total comprehensive loss for the period</b>	–	–	–	15	–	(1,428)	–	(1,414)
<b>Contribution by and distribution to owners</b>								
Shares issued pursuant to exercise of share options	26	–	–	–	–	–	–	26
<b>Total contribution by and distribution to owners</b>	26	–	–	–	–	–	–	26
<b>At 30 June 2021</b>	<u>233,397</u>	<u>(1,866)</u>	<u>(104)</u>	<u>(5,157)</u>	<u>12,352</u>	<u>(238,993)</u>	<u>–</u>	<u>(372)</u>
<b>At 1 January 2022</b>	235,187	(1,866)	(104)	(4,830)	11,592	(242,374)	(197)	(2,591)
<b>Total comprehensive loss for the period</b>								
Loss for the period	–	–	–	–	–	(1,004)	(46)	(1,050)
<b>Other comprehensive loss</b>								
Effects of changes in functional currency	(9,647)	2,363	5	(416)	86	6,229	–	(1,380)
Foreign currency translation differences	–	–	–	1,659	–	–	–	1,659
<b>Total comprehensive loss for the period</b>	(9,647)	2,363	5	1,243	86	5,225	(46)	(771)
<b>Contribution by and distribution to owners</b>								
Shares issued pursuant to share placement	7,300	–	–	–	–	–	–	7,300
Shares issued pursuant to business combination	500	–	–	–	–	–	–	500
<b>Total contribution by and distribution to owners</b>	7,800	–	–	–	–	–	–	7,800
<b>Change in ownership interests</b>								
Acquisition of partial interest in a subsidiary	–	–	–	–	–	–	61	61
<b>Total change in ownership interest</b>	–	–	–	–	–	–	61	61
<b>Total transactions with owners of the Company</b>	7,800	–	–	–	–	–	61	7,861
<b>At 30 June 2022</b>	<u>233,340</u>	<u>497</u>	<u>(98)</u>	<u>(3,587)</u>	<u>11,678</u>	<u>(237,149)</u>	<u>(182)</u>	<u>4,499</u>

## CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY (CONT'D)

Company	Attributable to owners of the Company							Total equity S\$'000
	Ordinary shares S\$'000	Other reserve S\$'000	Reserve for own shares S\$'000	Capital contribution S\$'000	Translation reserve S\$'000	Share-based payment reserve S\$'000	Accumulated losses S\$'000	
<b>At 1 January 2021</b>	233,371	(43,647)	(103)	45,892	(8,243)	12,352	(224,211)	15,411
<b>Total comprehensive loss for the period</b>								
Loss for the period	-	-	-	-	-	-	(745)	(745)
<b>Other comprehensive loss</b>								
Foreign currency translation differences	-	-	-	-	15	-	-	15
<b>Total comprehensive loss for the period</b>	-	-	-	-	15	-	(745)	(730)
<b>Contribution by and distribution to owners</b>								
Shares issued pursuant to exercise of share options	26	-	-	-	-	-	-	26
<b>Total contribution by and distribution to owners</b>	26	-	-	-	-	-	-	26
<b>At 30 June 2021</b>	233,397	(43,647)	(103)	45,892	(8,228)	12,352	(224,956)	14,707
<b>At 1 January 2022</b>	235,187	(43,647)	(103)	45,892	(5,948)	11,591	(245,256)	(2,284)
<b>Total comprehensive loss for the period</b>								
Loss for the period	-	-	-	-	-	-	(936)	(936)
<b>Other comprehensive loss</b>								
Effects of changes in functional currency	(9,647)	2,329	5	537	5,938	87	750	(1)
<b>Total comprehensive loss for the period</b>	(9,646)	2,329	5	537	5,938	87	(186)	(937)
<b>Contribution by and distribution to owners</b>								
Shares issued pursuant to share placement	7,300	-	-	-	-	-	-	7,300
Shares issued pursuant to business combination	500	-	-	-	-	-	-	500
<b>Total contribution by and distribution to owners</b>	7,800	-	-	-	-	-	-	7,800
<b>At 30 June 2022</b>	233,340	(41,318)	(98)	46,429	(10)	11,678	(245,442)	4,579

## CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

	Group 6 months ended	
	30 June 2022	30 June 2021
	S\$'000	S\$'000
<b>Cash flows from operating activities</b>		
Loss for the period	(1,004)	(1,428)
Adjustments for:		
- Depreciation of plant and equipment	23	-
- Depreciation of right-of-use assets	446	123
- Effects of changes in functional currency	369	-
- Exchange loss	-	4
- Interest expenses	27	94
- Tax expense	50	-
	(89)	(1,207)
Change in:		
- Trade and other receivables	(1,026)	564
- Trade and other payables	(392)	(26)
- Other assets	1	78
Cash used in operations	(1,506)	(591)
Interest expenses paid	(27)	(80)
Income taxes paid	(8)	-
<b>Total net cash used in operating activities</b>	<b>(1,541)</b>	<b>(671)</b>
<b>Cash flows from investing activities</b>		
Acquisition of subsidiary and business, net of cash acquired	(4,092)	-
Purchase of plant and equipment	(446)	-
<b>Total net cash used in investing activities</b>	<b>(4,538)</b>	<b>-</b>
<b>Cash flows from financing activities</b>		
Proceeds from exercise of share options	-	26
Proceeds from issue of ordinary shares	7,300	-
Proceeds from borrowings	2,600	-
Repayment of borrowings	(498)	-
Payment of lease liabilities	(380)	(132)
<b>Total net cash from/(used in) financing activities</b>	<b>9,022</b>	<b>(106)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>2,943</b>	<b>(777)</b>
Effect of exchange rate changes on cash and cash equivalents	5	-
Cash and cash equivalents at beginning of period	344	1,307
<b>Cash and cash equivalents at end of period</b>	<b>3,292</b>	<b>530</b>

*For the six months ended 30 June 2022, the Group changed the presentation of the statement of cash flows to provide more clarity on the use of the Group's funds and will continue to present its statement of cash flows in this manner going forward.*

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

These notes form an integral part of and should be read in conjunction with the consolidated financial statements.

### 1 General Information

QT Vascular Ltd. (the “**Company**”) is a public limited liability company incorporated and domiciled in Singapore and whose shares were listed on the Catalist board of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) up to 28 July 2022. These condensed interim consolidated financial statements as at and for the six months ended 30 June 2022 comprise the Company and its subsidiaries (collectively, the “**Group**”).

The principal activities of the Company are those of investment holding. The principal activities of the subsidiaries are:

- (a) development, manufacturing and distribution of medical devices;
- (b) support services to related corporations for the development, manufacturing and distribution of medical devices;
- (c) provision of dental services, operations management and consultancy services; and
- (d) research, develop and design of medical related products.

### 2 Basis of Preparation

The condensed interim financial statements for the six months ended 30 June 2022 have been prepared in accordance with Singapore Financial Reporting Standard (International) (“**SFRS(I)**”) 1-34 *Interim Financial Reporting* issued by the Accounting Standards Council Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 December 2021.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1 and the following change in functional currency and presentation currency.

#### *Change in functional currency and presentation currency*

With effect from 1 January 2022, because of a change in underlying transactions, events and conditions relevant to the Company following the completion of the acquisition of 60% interest in Asia Dental Group Pte Ltd. and its subsidiaries as disclosed in Note 15, the functional currency of the Company was changed from United States dollars to Singapore dollar. The current period’s presentation has also been changed to Singapore dollars. The comparative information has been re-presented in Singapore dollars to conform with current period’s presentation.

## **2.1 New and amended standards adopted by the Group**

The Group has adopted all the applicable new and SFRS(I) and Interpretations of SFRS(I) (“**INT SFRS(I)**”) that are relevant to its operations and effective for annual periods beginning on 1 January 2022. The adoption of these new and revised SFRS(I) and INT SFRS(I) did not result in any substantial change to the Group’s accounting policies or result in retrospective adjustments as a result of adopting those standards.

## **2.2 Use of judgement and estimates**

In preparing the condensed interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for FY2021.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the condensed interim financial statements is:

- Note 9 – impairment test of intangible assets: underlying key assumptions

## **3. Seasonal operations**

The Group’s businesses are not affected significantly by seasonal or cyclical factors during the financial period.

## **4. Operating segments**

Operating segments are defined as components of an enterprise that engage in business activities for which separate financial information is available and evaluated by the chief operating decision maker in deciding how to allocate resources and assessing performance. The Company’s chief operating decision maker is its CEO. The CEO reviews financial information presented on a consolidated basis, for purposes of allocating resources and evaluating financial performance. The Group’s reportable segments are (i) Vascular Business and (ii) Healthcare Business.

All other segments include the Group’s head office functions which did not meet the reportable segments criteria for the six months ended 30 June 2021 and 30 June 2022.

Information regarding results of each reportable segment is included below. Performance is measured based on segment profit (loss) before tax, as included in the internal management reports reviewed by the Company’s CEO. Segment profit (loss) is used to measure performance as management believes that such information is the most relevant in evaluation the results of certain segments relative to other entities that operate within these industries.



### Information about reportable segments

	<b>Reportable Segments</b>						<b>Total</b>	
	<b>Vascular Business</b>		<b>Healthcare Business</b>		<b>All Other Segments</b>			
	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
<b>Group</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
External revenues	-	-	4,119	-	-	-	4,119	-
Segment profit/(loss) before tax	(331)	(684)	292	-	(960)	(744)	(1,000)	(1,428)
Segment assets*	660	1,334	4,817	-	2,374	2,414	7,851	3,748
Segment liabilities	(1,019)	(1,590)	(4,348)	-	(6,801)	(2,530)	(12,168)	(4,120)

\*Note: Segment assets excludes goodwill on consolidation.

### Geographical segments

The Group operates principally in the United States of America and Singapore. In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers and segment assets are based on the geographical location of the non-current assets.

	<b>Revenue</b>		<b>Non-current assets*</b>	
	<b>30 June</b>	<b>30 June</b>	<b>30 June</b>	<b>31</b>
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>December</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Group</b>				
United States of America	-	-	438	537
Singapore	4,119	-	2,722	5
	4,119	-	3,160	542

\*Note: Non-current assets excludes goodwill on consolidation.

## 5. Financial assets and financial liabilities

Set out below is an overview of the financial assets and financial liabilities of the Group and the Company as at 30 June 2022 and 31 December 2021:

	Group		Company	
	30 June 2022 S\$'000	31 December 2021 S\$'000	30 June 2022 S\$'000	31 December 2021 S\$'000
<b>Financial Assets</b>				
Other non-current assets	47	49	-	-
Amount due from subsidiaries	-	-	1,283	-
Cash and bank balances	3,292	344	2,215	7
Trade and other receivables (excluding prepayments)	1,366	30	-	23
	<u>4,705</u>	<u>423</u>	<u>3,498</u>	<u>30</u>
<b>Financial Liabilities</b>				
Trade and other payables (excluding accrued payroll and other related costs)	(2,468)	(2,278)	(932)	(1,829)
Loans and borrowings	(2,469)	(485)	(1,869)	(485)
Amount due to non-controlling interests	(4,361)	-	(4,150)	-
Lease liabilities	(2,773)	(203)	-	-
	<u>(12,071)</u>	<u>(2,966)</u>	<u>(6,951)</u>	<u>(2,314)</u>
<b>Net financial liabilities</b>	<u>(7,366)</u>	<u>(2,543)</u>	<u>(3,453)</u>	<u>(2,284)</u>

## 6. Revenue from contracts with customers

### Disaggregation of revenue from contract with customers

The Group's revenue is disaggregated by major product lines and timing of revenue recognition. This is consistent with the segment revenue information as disclosed in Note 4.

	Group	
	6 months ended	
	30 June 2022 S\$'000	30 June 2021 S\$'000
<u>Type of good or services</u>		
Sale of services	<u>4,119</u>	<u>-</u>
<u>Timing of transfer of good or services</u>		
At a point in time	<u>4,119</u>	<u>-</u>

## 7. Loss before taxation

### 7.1 Significant items

	<b>Group</b> <b>6 months ended</b>	
	<b>30 June 2022</b>	<b>30 June 2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>
<b>Expenses</b>		
Depreciation of plant and equipment	(23)	–
Depreciation of right-of-use assets	(446)	(123)
Exchange loss	–	(4)
Interest expense	(27)	(80)
	<hr/>	<hr/>

## 8. Net Asset/(Liability) Value

	<b>Group</b>		<b>Company</b>	
	<b>30 June 2022</b>	<b>31 December 2021</b>	<b>30 June 2022</b>	<b>31 December 2021</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Net asset/(liability) value per ordinary share <sup>(1), (2)</sup>	0.0007	(0.001)	0.0007	(0.001)
	<hr/>	<hr/>	<hr/>	<hr/>

Notes:

- (1) The net asset/(liability) value per ordinary share of the Group is calculated based on net assets of S\$4.5 million as at 30 June 2022 (31 December 2021: net liabilities of S\$2.6 million). The net asset value per ordinary share of the Company is calculated based on net assets of S\$4.6 million as at 30 June 2022 (31 December 2021: S\$2.3 million).
- (2) For both the Group and the Company, the net asset value per ordinary share were calculated based on 6,893,072,508 ordinary shares in issue as at 30 June 2022 and 2,559,739,174 ordinary shares in issue as at 31 December 2021.

## 9. Intangible assets

	<b>Intellectual property</b>	<b>Developed technology in progress</b>	<b>Goodwill on consolidation (paragraph 15)</b>	<b>Total</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Group</b>				
<b>At 31 December 2021</b>				
Cost	501	1,922	–	2,423
Accumulated amortisation and impairment	(501)	(1,922)	–	(2,423)
Net book amount	<hr/>	<hr/>	<hr/>	<hr/>
	–	–	–	–
<b>At 30 June 2022</b>				
Opening net book amount	–	–	–	–
Acquisition through business combinations	–	–	8,816	8,816
Closing net book amount	<hr/>	<hr/>	<hr/>	<hr/>
	–	–	8,816	8,816

**Intellectual  
property  
S\$'000**

**Company**

**At 31 December 2021**

Cost	53
Accumulated amortisation and impairment	(53)
Net book amount	–

**At 30 June 2022**

Opening net book amount	–
Closing net book amount	–

*Goodwill impairment*

The recoverable amount of the cash generating unit (CGU) was based on its value in use.

Value in use was determined by discounting the future cash flows to be generated from the continuing use of the CGU. Value in use as at 30 June 2022 was determined based on the following key assumptions:

- Weighted average cost of capital of 9.0% to discount the cashflows
- Sales growth rate of 2.8%

Any adverse change in a key assumption may result in impairment losses to be recognised.

**10. Loans and borrowings**

	<b>Secured</b>		<b>Unsecured</b>		<b>Total</b>	
	<b>31</b>		<b>31</b>		<b>31</b>	
	<b>30 June</b>	<b>December</b>	<b>30 June</b>	<b>December</b>	<b>30 June</b>	<b>December</b>
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>	<b>S\$'000</b>
<b>Group</b>						
Amount repayable within one year or less or on demand	540	450	–	35	540	485
Amount repayable after one year	1,329	–	600	–	1,929	–
	<u>1,869</u>	<u>450</u>	<u>600</u>	<u>35</u>	<u>2,469</u>	<u>485</u>
<b>Company</b>						
Amount repayable within one year or less or on demand	540	450	–	35	540	485
Amount repayable after one year	1,329	–	–	–	1,329	–
	<u>1,869</u>	<u>450</u>	<u>–</u>	<u>35</u>	<u>1,869</u>	<u>485</u>

## Details of loans and borrowings

All loans outstanding as at 31 December 2021 for the Group and the Company bear a fixed interest of 8% p.a. on the principal amount. One of the loans were secured over the Company's 50% plus one share of TriReme Medical, LLC. All loans outstanding as at 31 December 2021 was fully repaid as at 30 June 2022.

As at 30 June 2022, the loan outstanding by the Company was S\$1.87 million with a company wholly-owned by a shareholder, that bears a fixed interest of 5.5% p.a. on the principal amount and is repayable over a tenor of 42 months starting from 1 April 2022. The loan is secured over the Company's 60% shareholding in Asia Dental Group Pte Ltd.

Other than the above loan, a subsidiary of the Group had also obtained a S\$600,000 bank loan which bears interest of 4.75% p.a. and repayable over 60 months starting from 1 July 2022.

## 11. Trade and other payables

	Group		Company	
	30 June 2022	31 December 2021	30 June 2022	31 December 2021
	S\$'000	S\$'000	S\$'000	S\$'000
Trade payables	784	–	–	–
Accruals	917	1,482	736	918
Non-trade payables	864	694	206	911
Other payables	–	333	–	–
	<u>2,565</u>	<u>2,509</u>	<u>942</u>	<u>1,829</u>

## 12. Share capital

	Group and Company			
	30 June 2022		31 December 2021	
	Number of ordinary shares		Number of ordinary shares	
	'000	S\$'000	'000	S\$'000
Issued and fully paid:				
At 1 January 2021 and 2022	2,559,739	235,187	2,235,271	233,371
Shares issued pursuant to exercise of share options	–	–	33,035	196
Share issued pursuant to vesting of share awards	–	–	30,000	–
Issuance of shares pursuant to settlement of loans and payables	–	–	261,433	1,620
Share issued pursuant to share placement	4,055,556	7,300	–	–
Shares issued pursuant to business combination	277,778	500	–	–
Effect of changes in functional currency	–	(9,647)	–	–
At 30 June 2022 and 31 December 2021	<u>6,893,073</u>	<u>233,340</u>	<u>2,559,739</u>	<u>235,187</u>

The Company does not hold any treasury shares as at 30 June 2022 and 31 December 2021.

The Company's subsidiaries do not hold any shares in the Company as at 30 June 2022 and 31 December 2021.

As at 30 June 2022, the issued and paid-up share capital excluding treasury shares of the Company comprised 6,893,072,508 (31 December 2021: 2,559,739,174) ordinary shares.

### 13. Outstanding Convertibles

Save as disclosed below, there were no outstanding convertibles held by the Company as at 30 June 2022 and 30 June 2021.

	As at 30 June 2022	As at 30 June 2021
<b>(A) Options<sup>1</sup></b>		
Number of unexercised Options	12,715,160	59,471,976
Maximum number of shares that may be issued on exercise of all unexercised Options ( <b>"Maximum Issuable Option Shares"</b> )	12,715,160	59,279,976
Maximum Issuable Option Shares as a % of Company's issued share capital as at the end of the respective financial periods	0.18%	2.6%
<b>(B) Share Awards<sup>2</sup></b>		
Number of Share Awards granted but not yet vested ( <b>"Unvested Share Awards"</b> )	1,241,544	5,488,863
Total number of shares which are the subject of Unvested Share Awards ( <b>"Maximum Issuable Awards Shares"</b> )	1,241,544	5,488,863
Maximum Issuable Awards Shares as a % of Company's issued share capital as at the end of the respective financial periods	0.02%	0.3%
<b>(C) Warrants<sup>3</sup></b>		
Number of unexercised Warrants	–	35,000,000
Maximum number of shares that may be issued on exercise of all unexercised Warrants ( <b>"Maximum Issuable Warrants Shares"</b> )	–	35,000,000
Maximum Issuable Warrants Shares as a % of Company's issued share capital as at the end of the respective financial periods	–	1.6%
<b>Maximum number of Shares that may be issued on conversion of all Outstanding Convertibles (<b>"Maximum Issuable Shares"</b>)</b>		
	<b>13,956,704</b>	<b>99,768,839</b>
<b>Maximum Issuable Shares as a % of Company's issued share capital as at the end of the respective financial periods</b>	<b>0.2%</b>	<b>4.5%</b>

**Notes:**

1. Options issued under the following share plans:
  - i. 2005 Stock Plan of TriReme Medical, LLC, a wholly owned subsidiary of the Group (“**2005 Stock Plan**”).
  - ii. 2010 Equity Incentive Plan of Quattro Vascular Pte. Ltd., a wholly owned subsidiary of the Group (“**2010 Equity Incentive Plan**”).
  - iii. 2013 QTV Share Plan.
  - iv. 2014 QTV Employee Share Option Scheme.
  - v. The Company had ceased the issuance of options under the 2005 Stock Plan, 2010 Equity Incentive Plan and QTV 2013 Share Plan after the close of placement of shares in relation to its IPO on 25 April 2014.
  - vi. As at 30 June 2022, the 2010 Equity Incentive Plan has ceased as all options issued under the plan had expired.
2. Share awards granted under the QT Vascular Restricted Share Plan 2015.
3. Unlisted warrants issued to GEM Global Yield Fund LLC SCS (“**GEM Global**”) on 4 May 2017 (“**Warrants**”). Each Warrant carry the right to subscribe for 1 new Share at an exercise price of S\$0.10 for each new Share and was exercisable within five years from the date of the issuance of the Warrants – 4 May 2017. The Warrants had expired on 4 May 2022 and was not exercised.

**14. Loss per share**

<b>Group</b>	<b>6 months ended 30 June 2022</b>	<b>6 months ended 30 June 2021</b>
Loss for the period attributable to owners of the Company ( <b>S\$’000</b> ) used to compute:		
- Basic loss per share	(1,004)	(1,428)
- Diluted loss per share	(1,004)	(1,428)
Weighted average number of ordinary shares ( <b>’000</b> ) used to compute:		
- Basic loss per share	6,605,780	2,238,020
- Diluted loss per share	6,605,780 <sup>(1)</sup>	2,238,020 <sup>(1)</sup>
Loss per share ( <b>S\$</b> )		
(a) Based on the weighted average number of ordinary shares	(0.0002)	(0.0006)
(b) On a fully diluted basis	(0.0002)	(0.0006)

**Note:**

- (1) For the six months ended 30 June 2021 and 30 June 2022, the basic and diluted loss per share were the same as the outstanding options and warrants are anti-dilutive as the effect of the share conversions for any outstanding options and warrants would be to decrease the loss per share.

## 15. Acquisition of subsidiaries

### *(I) Acquisition of Asia Dental Group Pte Ltd. and its subsidiaries (“ADG Group”) (the “ADG Acquisition”)*

On 13 January 2022, the Group completed the acquisition of 60% of the shares and voting interests in ADG Group (details of which can be found in the Company’s circular dated 24 December 2021). ADG Group is principally engaged in the provision of dental healthcare related services. ADG Group is not publicly listed.

The investment in ADG Group will enable the Group to diversify its business into the Healthcare business and is expected to contribute to the Group’s overall revenue and profitability.

Since the completion of the acquisition of ADG Group on 13 January 2022 and up to 30 June 2022, ADG Group contributed revenue of approximately S\$3.7 million and profit of approximately S\$232,000 to the Group’s results. If the acquisition had occurred on 1 January 2022, management estimates that there will not be a significant change in the contribution to the Group’s revenue and profits due to the short time frame between the completion date of the acquisition and 1 January 2022. As such, management has decided to consolidate ADG Group’s results since 1 January 2022.

#### **(A) Consideration paid/payable**

The following table summarizes the acquisition-date fair value of each major class of consideration transferred.

	S\$’000
Cash	3,000
Equity instruments (277,777,778 ordinary shares)	500
Contingent consideration (“ <b>Earn-out Amount</b> ”)	4,150
Total consideration paid/payable	<u>7,650</u>

#### *i. **Equity instruments issued***

The ordinary shares of the Company issued was based on the agreed share price of S\$0.0018 per share.

#### *ii. **Contingent consideration***

The Group had agreed to pay to seller of ADG Group, Dr Gian Siong Lin Jimmy (“**Vendor**”) as follows:

- a) \$1,383,333.33 in cash on the first anniversary of the completion date of the ADG Acquisition;
- b) S\$1,383,333.33 in cash on the second anniversary of the completion date of the ADG Acquisition; and



- c) up to S\$1,383,333.34 in cash ("**Third Tranche Earn-Out Amount**") in cash within five (5) business days after determination by ADG Group's auditor of the aggregate audited EBITDA of ADG Group for the three (3) full completed financial years immediately following completion of the ADG Acquisition, namely the financial years ending 31 December 2022, 31 December 2023 and 31 December 2024 ("**Aggregate EBITDA**"), provided that such Aggregate EBITDA is equal to or exceeds S\$3,600,000 (which is agreed upon taking into account the Historical EBITDA) ("**Aggregate EBITDA Threshold**").

In the event that the Aggregate EBITDA is less than the Aggregate EBITDA Threshold (the difference between the Aggregate EBITDA and the Aggregate EBITDA Threshold being referred to as the "**Shortfall Amount**"), the Third Tranche Earn-Out Amount payable by the Company to the Vendor shall be reduced by the Shortfall Amount. For the avoidance of doubt, in the event the Shortfall Amount exceeds the Third Tranche Earn-Out Amount, the Company shall not be required to pay the Third Tranche Earn-Out Amount, and the Vendor shall not be required to top up or otherwise pay any amount to the Company as a result of the foregoing.

As security for the Company's obligations in respect of the Earn-Out Amount, the Company shall provide to the Vendor on completion of the Proposed Acquisition a copy of a duly executed deed of assignment ("**Deed of Assignment**") executed by the Company in favour of the Vendor in relation to the assignment of all distributions and dividends arising over all shares in ADG Group owned or to be acquired by the Company in the event that the Company fails to pay any part of the Earn-Out Amount if and when due.

If the proceeds from the Deed of Assignment are insufficient to fulfill any sum outstanding in respect of the Earn-Out Amount or if ADG Group does not have distributable profits to declare dividends pursuant to the Deed of Assignment, the Company undertakes to the Vendor (at the Vendor's option) to satisfy such outstanding sum by the allotment and issuance to the Vendor of the Company's shares within three months from the date on which the outstanding sum becomes payable under the Deed of Assignment (or such other time period as may be mutually agreed between the Vendor and the Company) at an issue price to be mutually agreed by the Vendor and the Company.

## **(B) Acquisition-related costs**

The Group incurred acquisition-related costs of approximately S\$1.1 million relating to professional fees. These costs have been included in 'administrative expenses' in the condensed consolidated statement of profit or loss and other comprehensive income in the financial year ended 31 December 2021 of approximately S\$0.9 million and for the financial period ended 30 June 2022 of approximately S\$0.2 million.

### (C) Identifiable assets acquired and liabilities assumed

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of the acquisition.

	S\$'000
Plant and equipment	1
Right of use assets	1,251
Trade and other receivables	552
Cash and cash equivalents	164
Loans and borrowings	(150)
Trade and other payables	(455)
Lease liabilities	(1,263)
Income tax payable	(9)
Total identifiable net assets acquired	<u>91</u>

### (D) Goodwill

Goodwill arising from the acquisition has been recognized as follows:

	S\$'000
Total consideration transferred	7,650
Fair value of identifiable net assets	<u>(91)</u>
	<u>7,559</u>

The goodwill is mainly attributable to the value of the business of ADG Group. None of the goodwill recognized is expected to be deductible for tax purposes.

#### *(II) Acquisition of Eastern Dental Surgery clinics ("Eastern Dental")*

On 31 March 2022, the ADG Group completed the acquisition of 100% of the business in Eastern Dental for a cash consideration of S\$1,256,500. Eastern Dental is principally engaged in the provision of dental healthcare related services. Eastern Dental is not publicly listed.

The investment in Eastern Dental will enable the Group to grow its Healthcare business and is expected to contribute to the Group's overall revenue and profitability.

Since the completion of Eastern Dental on 31 March 2022 and up to 30 June 2022, Eastern Dental contributed revenue of approximately S\$0.4 million and profit of approximately S\$60,000 to the Group's results. If the acquisition had occurred on 1 January 2022, management estimates that the consolidated revenue would have been S\$0.7 million, and consolidated profit for the period would have been S\$90,000. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2022.

### (A) Acquisition-related costs

The Group incurred acquisition-related costs of approximately S\$55,000 relating to professional fees. These costs have been included in 'administrative expenses' in the condensed consolidated statement of profit or loss and other comprehensive income.

## **(B) Identifiable assets acquired and liabilities assumed**

There were no identifiable assets acquired or liabilities assumed by the Group.

## **(C) Goodwill**

The goodwill of \$1.26 million is mainly attributable to the value of the business of Eastern Dental as there were no assets acquired or liabilities assumed. None of the goodwill recognized is expected to be deductible for tax purposes.

### **16. Non-controlling interests**

	<b>Group</b>
	<b>31 December</b>
	<b>2021</b>
	<b>S\$'000</b>
<b>30 June 2022</b>	
<b>S\$'000</b>	
At 1 January	(197)
Share of loss for the period/year	(46)
Acquisition of a subsidiary	61
Partial disposal of interest in a subsidiary to non-controlling interests, without loss of control	-
At 30 June 2022 and 31 December 2021	(160)
	(197)

### **17. Legal proceedings**

In August 2021, InnoRa GmbH ("**InnoRa**"), a licensor to Trireme Medical LLC ("**TriReme**"), a subsidiary of the Group, is seeking to claim certain amount in royalties and certain percentage of all future payments received by TriReme under the Sublicense Agreement in connection with the disposal of Chocolate Touch® by the Group in the financial year ended 31 December 2020. The Company has disputed the claim by InnoRa and engaged a legal counsel in the United States of America to defend its interests.

In October 2021, TriReme Medical (Singapore) Pte Ltd ("**TMI SG**") and Quattro Vascular Pte Ltd ("**Quattro**"), the Singapore subsidiaries of the Group, filed for a demand for arbitration against InnoRa with the American Arbitration Association seeking declaratory judgements and certain damages from InnoRa. InnoRa has responded to the claims made by TMI SG and Quattro in November 2021. Subsequently, in March 2022, TMI SG and Quattro responded to the statement of counterclaims made by InnoRa.

Based on the Company's legal counsel advice, the Board of Directors of the Company are of the opinion that the arbitration process is still in the early stages with discovery process in progress. The arbitration hearing is scheduled for January 2023 with the decision on the award of the claims made by TMI SG and Quattro and the counterclaims made by InnoRa is anticipated to be made within 2 months after the arbitration hearing. Accordingly, no provision for any claims by InnoRa has been made in the interim financial statements as at 30 June 2022.

## 18. Subsequent event

Following the completion of the Company's scheme of arrangement under Section 210 of the Companies Act 1967 of Singapore announced on 28 July 2022:

- i. the Company has become a wholly-owned subsidiary of Quantum Healthcare Limited ("**Quantum Healthcare**") and any subsequent financial information of the Company and its subsidiaries will be announced under Quantum Healthcare;
- ii. The Company's listing status on SGX has been transferred to Quantum Healthcare; and
- iii. Quantum Healthcare has assumed all liabilities and obligation of the Company in connection with the Proposed Options Variation and Proposed Awards Variation.

## **Other Information Required by Catalyst Rule Appendix 7C**

### **A. Review**

The condensed consolidated statement of financial position of the Company and its subsidiaries as at 30 June 2022 and the related condensed consolidated profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended and certain explanatory notes have not been audited or reviewed.

### **B. Review of performance of the Group**

#### **Condensed interim consolidated statement of profit or loss and other comprehensive income**

Our revenue increased by approximately S\$4.1 million, or 100%, from S\$Nil for the six months ended 30 June 2021 (“HY2021”) to S\$4.1 million for the six months ended 30 June 2022 (“HY2022”).

Cost of sales increased by approximately S\$2.3 million, or 100%, from S\$Nil in HY2021 to S\$2.3 million in HY2022 in line with the above reasons.

As a result of the above, the Group did not record any gross loss or profit for HY2021 as compared to a gross profit of approximately S\$1.9 million for HY2022.

In HY2022, the Group’s loss before taxation decreased by approximately S\$0.4 million mainly due to the following reasons:

- Our administrative expenses increased by approximately S\$1.0 million in HY2022 as compared to HY2021 mainly due to the administrative expenses amounting to S\$1.5 million incurred by the ADG Group following its acquisition on 13 January 2022 as well as the acquisition-related costs relating to professional fees of approximately S\$0.2 million recorded for the completion of the ADG Group acquisition. The increase in administrative expenses is partially offset by the reduction in administrative costs incurred by the Vascular business of approximately S\$0.7 million.
- Other income decreased by approximately S\$0.4 million from S\$0.5 million in HY2021 to S\$0.1 million in HY2022 mainly due to (i) the lower recharge of expenses to Expanse Medical, Inc. of approximately S\$0.2 million, (ii) lower recharge of costs to G Vascular Private Limited of S\$0.1 million and (iii) no gain on disposal of plant and equipment in HY2022 as compared to a gain on disposal of plant and equipment of S\$0.1 million in HY2021.
- We were in a net finance cost position of S\$106,000 in HY2022 mainly due to (i) the interests recorded for lease liabilities of S\$79,000 and (ii) interest expenses on borrowings of S\$27,000.
- Depreciation of plant and equipment increased by S\$23,000, or 100% in HY2022 following the acquisition of ADG Group as well as purchase of new plant and equipment by the Company.

## Condensed interim statements of financial position

	As at 30 June 2022 S\$'000	As at 31 December 2021 S\$'000	Change %
<b>Non-current assets</b>	11,976	542	>100%
<b>Current assets</b>	4,691	373	>100%
<b>Total assets</b>	<u>16,667</u>	<u>915</u>	(18.5)%
<b>Total equity</b>	4,499	(2,591)	NM
<b>Non-current liabilities</b>	6,516	309	>100%
<b>Current liabilities</b>	5,652	3,198	76.7%
<b>Total liabilities</b>	<u>12,168</u>	<u>3,506</u>	>100%

\*Note: NM denoted not meaningful

Our non-current assets increased by approximately S\$11.6 million mainly due to:

- (i) increase in right-of-use assets in relation to the Group's office rental leases of approximately S\$2.2 million relating to ADG Group; and
- (ii) increase of plant and equipment of approximately S\$0.4 million; and
- (iii) increase in goodwill on consolidation of approximately S\$8.8 million following the completion of the acquisition of ADG Group and Eastern Dental.

Our current assets increased by approximately S\$4.3 million mainly due to:

- (i) increase in cash and cash equivalents of approximately S\$3.0 million due to reasons presented in the cashflow analysis below;
- (ii) increase in trade and other receivables of approximately S\$1.4 million mainly due to recognition of trade receivables from ADG Group.

Our non-current liabilities increased by approximately S\$6.2 million mainly due to:

- (i) increase in loans and borrowings of approximately S\$1.9 million;
- (ii) increase in amounts due to non-controlling interests of approximately S\$2.8 million which is mainly due to future payment commitments to a non-controlling interest following the completion of the acquisition of 60% interests in ADG Group in January 2022; and
- (iii) increase in lease liabilities due to the Group's rental leases of approximately S\$1.5 million.

Our current liabilities increased by approximately S\$2.5 million mainly due to:

- (i) increase in lease liabilities in relation to the Group's rental leases of approximately S\$0.8 million; and
- (ii) increase in amounts due to non-controlling interests of approximately S\$1.6 million is due to:
  - a. future payment commitments following the completion of the acquisition of 60% interests in ADG Group in January 2022 of approximately S\$1.4 million; and

- b. interest free loan to a subsidiary of approximately S\$0.2 million which is repayable on demand.

The Group has undertaken the following steps to address the Group's negative working capital of S\$961,000 as at 30 June 2022:

- (i) The Company believes that it will be able to raise funds from various parties as and when required; and
- (ii) The management has critically assessed the cash flow forecasts of the Group for the next twelve months and concluded that there will be sufficient cash flows and resources to allow the Group to continue its operations and meet its obligations for the foreseeable future;

The Board confirms that the Group will be able to meet its short-term debt obligations when they fall due based on the implementation of the above-mentioned steps and continue to operate as a going concern and confirmed that all material disclosures have been provided for trading of the Company's shares to continue in an orderly manner.

### **Condensed interim consolidated statement of cash flows**

The Group recorded cash outflows from operating activities of approximately S\$1.5 million in HY2022 was mainly due to:

- (i) increase in trade receivables recorded following the acquisition of ADG Group in January 2022 of approximately S\$1.0 million; and
- (ii) decrease in overall movement of trade and other payables due to repayment to creditors of approximately S\$0.4 million.

Net cash used in investing activities for HY2022 of approximately S\$4.5 million was mainly due to:

- (i) purchase of plant and equipment of approximately S\$0.4 million;
- (ii) acquisition of the 60% interests in ADG Group and the Eastern Dental business amounting to approximately S\$4.1 million.

Net cash from financing activities for HY2022 of approximately S\$9.0 million was mainly due to:

- (i) proceeds from the share placement to 3 investors of approximately S\$7.3 million; and
- (ii) proceeds from loans of approximately S\$2.6 million.

The increase in cash from financing activities was partially offset due to:

- (iii) lease payments made during the period to third party lessors of approximately S\$0.4 million; and
- (iv) repayment of outstanding loans as at 31 December 2021 of approximately S\$0.5 million.

### **C. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.**

Not applicable. No forecast or prospect statement had been issued for the current financial reporting period.

**D. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.**

The global situation in relation to the COVID-19 pandemic is still uncertain with some countries experiencing additional wave infections. This may have an impact on the Company's future potential strategic plans in respect of fund-raising activities due to the current weak economy and volatile market conditions. However, the Company will continue to monitor our operational business performance and costs and will respond accordingly where appropriate and necessary to adapt to the changing business environment.

The Company continues to actively explore various strategic options and has recently announced on 16 June 2022 on its plans to acquire certain dental businesses. The Company will update shareholders via SGXNET as and when there are any material developments on the aforementioned.

**E. Dividend information**

**(1) IF A DECISION REGARDING DIVIDEND HAS BEEN MADE:**

**(a) Whether an interim (final) ordinary dividend has been declared (recommended); and**

No dividends have been declared or recommended for the current reporting period.

**(b) (i) Amount per share (cents)**

Not applicable.

**(ii) Previous corresponding period (cents)**

Not applicable

**(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of the shareholders, this must be stated).**

Not applicable.

**(d) The date the dividend is payable**

Not applicable.

**(e) Books closure date**

Not applicable.

**(2) IF NO DIVIDEND HAS BEEN DECLARED/RECOMMENDED, A STATEMENT TO THAT EFFECT AND THE REASON(S) FOR THE DECISION**

No dividends have been declared or recommended for the current reporting period as the Company wishes to retain the available funds for its working capital.



## F. Interested person transactions

There were no interested persons transactions which are S\$100,000 or more entered into during the current financial period reported on. The Group does not have a general mandate for recurrent interested persons transactions.

## G. Use of proceeds from share subscription

On 25 May 2021, the Company announced that it had entered into a subscription agreement with three investors to subscribe for an aggregate of 4,055,555,556 new shares in the capital of the Company at an issue price of S\$0.0018 per share amounting to a total cash consideration of S\$7.3 million ("**Gross Proceeds**") subject to the satisfaction of the terms and conditions in the subscription agreement. On 13 January 2022, the Company announced the completion of the proposed share subscription.

As at the date of this announcement, the Gross Proceeds have been utilized as follows:

	<b>Allocation of Gross Proceeds received S\$'000</b>	<b>Amount utilised S\$'000</b>	<b>Balance S\$'000</b>
General working capital purposes <sup>(1)</sup>	4,300*	(2,092)	2,208
Partial financing of the acquisition of dental group	3,000	(3,000)	-
Total	<u>7,300</u>	<u>(3,899)</u>	<u>2,208</u>

(1) A breakdown on the Gross Proceeds utilised for general working capital purposes is as follows:

	<b>S\$'000</b>
Payment of salaries and wages	272
Payment to suppliers	1,322
Repayment of loan	<u>498</u>
Total	<u>2,092</u>

The use of proceeds is consistent with the Company's proposed use of funds as set out in the Company's circular dated 24 December 2021.

\*Includes estimated expenses of S\$1.1 million in relation to the acquisition of ADG Group and share placement.

## H. Disclosures on incorporation, acquisition and realization of shares pursuant to Catalist Rule 706A

Save as disclosed in Note 15 above, the Company did not acquire or dispose of any shares resulting in any of the prescribed situations under Rule 706A during HY2022.

During HY2022 and as at the date of this report, the Company had incorporated the following subsidiaries, details of which are set out in the table below:

<b>Name of Entity</b>	<b>Date of Incorporation</b>	<b>Country of Incorporation</b>	<b>% Held by the Group</b>	<b>Paid-Up Capital</b>	<b>Principal Activity</b>
The Dental Hub Pte. Ltd.	5 August 2022	Singapore	60*	S\$1,000	Dental services and management consultancy services for healthcare organisations
Kairogenix Pte. Ltd.	9 May 2022	Singapore	70	S\$100	Research and experimental development on medical science and biotechnology
Eastern Dental Centre Pte. Ltd.	24 February 2022	Singapore	60*	S\$1,000	Dental services and management consultancy services for healthcare organisations

\* These entities were incorporated by the Company's 60% owned subsidiary, Asia Dental Group Pte Ltd. and are wholly owned by Asia Dental Group Pte Ltd..

The above incorporations were funded through internal resources and are not expected to have any material impact on the net tangible assets per share or earnings per share of the Group for the current financial year ending 31 December 2022.

**I. Confirmation that the issuer has procured undertaking from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1)**

The Company has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Listing Manual.

**J. Confirmation by the Board**

On behalf of the Board of Directors of the Company, we the undersigned, hereby confirm to the best of our knowledge that nothing has come to our attention of the Board of Directors of the Company which may render the financial statements for the six-month period ended 30 June 2022 to be false or misleading in any material aspect.

On behalf of the Board of Directors

**Thomas Tan Gim Chua**  
**Chief Executive Officer and Executive Director**

**Sho Kian Hin**

**Independent Director**

**Singapore**  
**12 August 2022**

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Lim Hui Ling, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg).*