

ISEC HEALTHCARE LTD.
(Company Registration No. 201400185H)
(Incorporated in Singapore on 2 January 2014)

MANDATORY CONDITIONAL CASH OFFER FOR ISEC HEALTHCARE LTD.

DESPATCH OF OFFEREE CIRCULAR

1. INTRODUCTION

The Board of Directors (the “**Board**”) of ISEC Healthcare Ltd. (the “**Company**”) refers to:

- (a) the announcement dated 25 October 2019 (the “**Formal Offer Announcement**”) made by CEL Impetus Corporate Finance Pte. Ltd. (“**CICF**”), for and on behalf of Aier Eye International (Singapore) Pte. Ltd. (the “**Offeror**”), relating to the mandatory conditional cash offer (the “**Offer**”) in accordance with Rule 14 of The Singapore Code on Takeovers and Mergers for all the issued and paid-up ordinary shares in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with the Offeror; and
- (b) the announcement dated 8 November 2019 made by CICF, for and on behalf of the Offeror, relating to the despatch of the offer document dated 8 November 2019 containing, *inter alia*, the terms and conditions of the Offer (the “**Offer Document**”), together with the accompanying relevant forms of acceptance for the Offer.

*Capitalised terms used but not defined herein shall have the same meanings ascribed to them in the circular dated 22 November 2019 issued by the Company to Shareholders in relation to the Offer (the “**Offeree Circular**”).*

2. DESPATCH OF OFFEREE CIRCULAR

The Board wishes to inform Shareholders that the Offeree Circular containing, amongst others, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors to Shareholders in respect of the Offer, has been despatched to Shareholders today.

The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and carefully consider the contents of the Offeree Circular, including the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors in respect of the Offer before deciding whether to accept or reject the Offer. If you are in any doubt in relation to the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

3. CLOSING DATE

Shareholders should note that as stated in the Offer Document, the Offer will close at **5.30 p.m. (Singapore time) on 6 December 2019** or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

4. REQUEST FOR OFFEREE CIRCULAR

Shareholders who do not receive the Offeree Circular within two (2) business days from the date hereof should contact Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, being the share registrar of the Company (the “**Share Registrar**”), to obtain a copy of the Offeree Circular during normal business hours and up to 5.30 p.m. (Singapore time) on the Closing Date.

An electronic copy of the Offeree Circular is also available at the website of the SGX-ST at www.sgx.com.

5. OVERSEAS SHAREHOLDERS

Due to potential restrictions on sending the Offeree Circular to overseas jurisdictions, the Offeree Circular has not been and will not be sent to any Overseas Shareholder who has not provided, and will not provide, the Company with an address within Singapore at which notices or documents may be served upon him. Any affected Overseas Shareholder may nonetheless (subject to compliance with applicable laws) attend in person and obtain copies of the Offeree Circular during normal business hours and up to 5.30 p.m. (Singapore time) on the Closing Date, from the office of the Share Registrar as set out above, or (subject to compliance with applicable laws) write to the Share Registrar at the above-stated address to request for the Offeree Circular to be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date.

6. RESPONSIBILITY STATEMENT

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

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, the Formal Offer Announcement and/or the Offer Document), the sole responsibility of the 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, reflected or reproduced in this announcement in its proper form and context.

By Order of the Board

Sitoh Yih Pin
Non-Executive Chairman and Independent Director
22 November 2019

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

This announcement has not been examined or approved by the SGX-ST. The SGX-ST 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. Gillian Goh, Director, Head of Continuing Sponsorship (Mailing Address: 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318 and Email: sponsorship@ppcf.com.sg).