

HEALTH MANAGEMENT INTERNATIONAL LTD
(UEN/Reg. No: 199805241E)
(Incorporated in Singapore)

**PROPOSED ACQUISITION BY PANASIA HEALTH LIMITED OF ALL THE ISSUED ORDINARY
SHARES IN THE CAPITAL OF HEALTH MANAGEMENT INTERNATIONAL LTD BY WAY OF A
SCHEME OF ARRANGEMENT**

DESPATCH OF SCHEME DOCUMENT

1. INTRODUCTION

The board of directors (the "**Board**") of Health Management International Ltd (the "**Company**") refers to the announcement dated 5 July 2019 (the "**Joint Announcement**") made jointly by the Company and PanAsia Health Limited (the "**Offeror**") in relation to the proposed acquisition by the Offeror of all the issued and paid-up ordinary shares in the capital of the Company, by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act (Cap. 50) of Singapore and the Singapore Code on Take-overs and Mergers.

Unless otherwise defined, capitalised terms in this Announcement shall bear the same meaning as set out in the Joint Announcement.

2. DESPATCH OF SCHEME DOCUMENT

The Board wishes to announce that the Company has today despatched to the HMI Shareholders a scheme document (the "**Scheme Document**") dated 3 October 2019 enclosing the proxy form (the "**Proxy Form**") and containing, *inter alia*, the following:

- (a) the terms and other details of the Scheme, including the recommendation of the Independent Directors and the advice of the independent financial adviser, Ernst & Young Corporate Finance Pte. Ltd., to the Independent Directors in relation to the Scheme; and
- (b) the notice of scheme meeting of the HMI Shareholders (the "**Scheme Meeting**") to be convened at the direction of the Court and to be held at Devan Nair Institute for Employment and Employability, Hall 3, Level 1, 80 Jurong East Street 21, Singapore 609607 on 18 October 2019 at 3.00 p.m., for the purpose of considering, and, if thought fit, approving the Scheme (the "**Notice of Scheme Meeting**").

HMI Shareholders (including the Overseas Shareholders) may obtain copies of the Scheme Document and any related documents during normal business hours and up to the date of the Scheme Meeting from the share registrar of the Company, Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Share Registrar**") at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623. Alternatively, an Overseas Shareholder may write in to the Share Registrar at the same address to request for the Scheme Document and any related documents to be

sent to an address in Singapore by ordinary post at his own risk, up to three (3) days on which the SGX-ST is open for the trading of securities prior to the date of the Scheme Meeting.

It is the responsibility of any Overseas Shareholder who wishes to request for the Scheme Document and any related documents to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with all necessary formalities or legal requirements. In requesting for the Scheme Document and any related documents or participating in the Scheme, the Overseas Shareholder represents and warrants to the Offeror and the Company that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements. If any Overseas Shareholder is in doubt about his position, he should consult his professional adviser in the relevant jurisdiction.

An electronic copy of the Scheme Document, the Proxy Form and the Notice of Scheme Meeting is available at the website of the SGX-ST at www.sgx.com.

3. RESPONSIBILITY STATEMENT

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

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

By order of the Board

HEALTH MANAGEMENT INTERNATIONAL LTD
3 October 2019