



**PROPOSED PRIVATISATION OF TALKMED GROUP LIMITED BY WAY OF A
SCHEME OF ARRANGEMENT – EFFECTIVE DATE OF THE SCHEME,
SATISFACTION OF CONDITIONS TO THE WAIVER OF RULE 705(3)(B) OF THE
LISTING MANUAL AND THE DELISTING IN-PRINCIPLE APPROVAL AND EXPECTED
DATE OF PAYMENT OF THE SCHEME CONSIDERATION**

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of TalkMed Group Limited (the “**Company**”) refers to:

- (a) the composite document (the “**Composite Document**”) dated 30 June 2025 to the shareholders of the Company (the “**Shareholders**”) in relation to the proposed acquisition by TW Troy Limited of all the issued and fully paid-up shares in the capital of the Company (the “**Shares**”), which will be effected by way of a scheme of arrangement (the “**Scheme**”) in accordance with Section 210 of the Companies Act 1967 of Singapore, the Singapore Code on Take-overs and Mergers and the terms of the Implementation Agreement;
- (b) the announcement dated 15 July 2025 released by the Company in relation to the approval of the Scheme by the requisite majority of the Shareholders at the Scheme Meeting held on 15 July 2025;
- (c) the announcement dated 15 July 2025 released by the Company in relation to the approval of the Management Arrangements Resolution by the requisite majority of the Shareholders at the EGM held on 15 July 2025;
- (d) the announcement dated 1 August 2025 (the “**Waiver Announcement**”) released by the Company in relation to the grant by the Singapore Exchange Regulation Pte. Ltd. (the “**SGX RegCo**”) of the conditional waiver (the “**Waiver**”) of Rule 705(3)(b) of the Listing Manual;
- (e) the announcement dated 18 August 2025 released by the Company in relation to the sanction of the Scheme by the Court, notice of the conditional Books Closure Date and the expected last day of trading of Shares; and
- (f) the announcement dated 21 August 2025 (the “**Delisting AIP Announcement**”) released by the Company in relation to the receipt from the SGX RegCo of the in-principle approval for the delisting of the Company (the “**Delisting AIP**”).

Unless otherwise defined, all capitalised terms used in this announcement (the “**Announcement**”) shall bear the same meanings as set out in the Composite Document.

2. EFFECTIVE DATE OF THE SCHEME

The Board wishes to announce that a copy of the Court Order has been lodged with the Accounting and Corporate Regulatory Authority of Singapore on 2 September 2025. The Scheme has therefore become effective and binding in accordance with its terms on 2 September 2025 (the “**Effective Date**”).

3. SATISFACTION OF CONDITIONS TO THE WAIVER AND THE DELISTING AIP

3.1 As announced by the Company in the Waiver Announcement and the Delisting AIP Announcement, the SGX RegCo has advised that it has no objections to the Waiver and the Delisting respectively, subject to, *inter alia*, the Court sanctioning the Scheme and all other Scheme Conditions being met.

3.2 As the Court has sanctioned the Scheme and the other Scheme Conditions have been met, the Company has as at the date of this Announcement complied with all the conditions to the Waiver and the Delisting AIP. The decision of the SGX RegCo is not to be taken as an indication of the merits of the Delisting.

4. EXPECTED DATE OF PAYMENT OF THE SCHEME CONSIDERATION

Entitled Shareholders will receive payment of the Scheme Consideration not later than seven (7) Business Days after the Effective Date (i.e. on or prior to 11 September 2025). A further announcement will be made upon payment of the Scheme Consideration.

5. KEY EVENTS AND INDICATIVE DATES

Shareholders are reminded to note the following indicative timetable in relation to the Scheme:

Effective Date : 2 September 2025

Expected date for payment of the Scheme Consideration : By 11 September 2025

Expected date for the delisting of the Shares from the SGX-ST : By 15 September 2025

Save for the Effective Date, the above dates are indicative only and may be subject to change. Please refer to future announcement(s) by the Company and/or SGX-ST for the exact dates of these events.

6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including those who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement 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 jointly and severally accept responsibility accordingly.

Where any information in this Announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors 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.

By Order of the Board

Ang Peng Tiam
Chief Executive Officer
2 September 2025

