

SINGAPORE PAINCARE HOLDINGS LIMITED

(Company Registration No.: 201843233N)

(Incorporated in the Republic of Singapore)

**PROPOSED ACQUISITION BY ADVANCE BRIDGE HEALTHCARE PTE. LTD. OF ALL THE
ISSUED ORDINARY SHARES IN THE CAPITAL OF SINGAPORE PAINCARE HOLDINGS
LIMITED (OTHER THAN TREASURY SHARES AND THE ROLLOVER SHARES) BY WAY OF A
SCHEME OF ARRANGEMENT**

LEAVE TO CONVENE THE SCHEME MEETING IN RELATION TO THE SCHEME

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Singapore Paincare Holdings Limited (the “**Company**”) refers to the following announcements:

- (a) the joint announcement dated 28 May 2025 (the “**Joint Announcement**”) issued by the Company and Advance Bridge Healthcare Pte. Ltd. (the “**Offeror**”), in relation to the proposed acquisition (the “**Acquisition**”) of all the issued and fully paid-up ordinary shares in the capital of the Company (excluding treasury shares), other than the Rollover Shares (as defined therein) (“**Scheme Shares**”), by the Offeror by way of a scheme of arrangement (the “**Scheme**”) in accordance with Section 210 of the Companies Act 1967 of Singapore and the Singapore Code on Take-overs and Mergers (“**Code**”);
- (b) the joint announcement dated 10 June 2025 made by the Company and the Offeror in relation to the Scheme consideration of S\$0.16 in cash for each Scheme Share being final, save that the Offeror reserves the right to increase the Scheme Consideration in accordance with the Code if a competitive situation arises;
- (c) the announcement dated 15 July 2025 made by the Company in relation to the application for extension of time or waivers in respect of Catalist Rules 705(1), 707(1) and 711A; and
- (d) the announcement dated 30 July 2025 made by the Company in relation to the hearing date of the application in HC/OA 787/2025 (“**Application**”) that had been filed with the Court for leave to convene the Scheme Meeting in the manner set out in the Application or such other manner as the Court deems fit,

(collectively known as the “**Announcements**”).

Unless otherwise defined, all capitalised terms used in this announcement shall have the respective meanings given to them in the Announcements.

2. LEAVE TO CONVENE THE SCHEME MEETING IN RELATION TO THE SCHEME

- 2.1 The Board would like to update the Scheme Shareholders that the Court has today, at the hearing of the Application, granted the Company leave to convene the Scheme Meeting for the purposes of considering, and if thought fit, approving the Scheme.

- 2.2 The Company will make further announcements in due course on the issue of the Scheme Document to the Scheme Shareholders and inform Scheme Shareholders of the date of the Scheme Meeting in compliance with applicable laws and regulations.
- 2.3 Scheme Shareholders are advised to refrain from taking any action in relation to their Scheme Shares which may be prejudicial to their interests until they have considered the information and the recommendations of the Non-Conflicted Directors on the Scheme as well as the advice of the IFA to be set out in the Scheme Document.
- 2.4 **Persons who are in doubt as to the action they should take should consult their own professional advisers.**

3. DIRECTORS' 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, where appropriate, there are no other material facts omitted from this announcement, the omission of which would make any statement in this announcement misleading, and the directors of the Company 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 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 in its proper form and context. The directors of the Company do not accept any responsibility for any information relating to the Offeror and/or the Offeror's Concert Parties or any opinion expressed by the Offeror and/or the Offeror's Concert Parties.

BY ORDER OF THE BOARD
Singapore Paincare Holdings Limited

Dr. Lee Mun Kam Bernard
Executive Chairman and Chief Executive Officer
12 August 2025

This announcement has been reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**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 Mr. Pong Chen Yih, Chief Operating Officer, at 7 Temasek Boulevard, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.