



For immediate release
5 July 2019

MEDIA RELEASE

**EQT and HMI Jointly Propose to Privatise HMI Group
by way of a Scheme of Arrangement**

- Cash Consideration of **S\$0.730 per share**, representing significant premiums of 29.7%, 27.4% and 24.8%, over the 6-month, 3-month and 1-month VWAPs¹, respectively.
- Since the listing of the Company in 1999, the closing share price of HMI Shares has only exceeded the Scheme Consideration on one trading day.
- Opportunity for HMI Shareholders who may find it difficult to exit their investment in the Company due to low trading liquidity of HMI Shares.

Singapore, 5 July 2019 – Health Management International Ltd (the “**Company**” or “**HMI**”) and PanAsia Health Limited (the “**Offeror**”) have today jointly announced (the “**Joint Announcement**”) the proposed acquisition (the “**Acquisition**”) of all the issued ordinary shares in the capital of the Company (the “**HMI Shares**” and each, a “**HMI Share**”) by the Offeror, a special purpose vehicle incorporated in the Cayman Islands and indirectly controlled by EQT Mid Market Asia III GP B.V. (“**EQT GP**”), by way of a scheme of arrangement (the “**Scheme**”).

Under the Scheme, each of the HMI shareholders (the “**HMI Shareholders**”) will be entitled to receive for each HMI Share, at their election, either (i) S\$0.730 in cash (the “**Cash Consideration**”), or (ii) in lieu of the Cash Consideration, 1 new ordinary share in the capital of the Offeror (the “**Offeror Share**”) at an issue price of S\$0.730 per Offeror Share (the “**Issue Price**” and such consideration, the “**Securities Consideration**”), provided always that no more than 686,218,454 HMI Shares may be elected for the Securities Consideration under the Scheme. The Issue Price under the Securities Consideration is the same as the Cash Consideration. The Scheme Consideration values HMI at approximately S\$611 million².

Chin Wei Jia, HMI Group Chief Executive Officer, said, “We welcome EQT as our partner in HMI. Given their deep experience across the various healthcare ecosystems globally, we believe they will add value to HMI’s growth strategy to become one of the leading private healthcare providers in the region.”

Brian Chang, Partner at EQT Singapore and Investment Advisor to EQT GP, said, “EQT is excited by the opportunity to invest in a reputable private healthcare provider with a regional Southeast Asian presence and high quality management team. As a private equity investor with a

¹ Based on the respective periods up to and including 14 June 2019, being the last full trading day immediately preceding the date on which the Company released the holding announcement in respect of a possible transaction, i.e. 17 June 2019.

² Computed based on 837,337,946 HMI Shares in issue (excluding 1,642,934 treasury shares) as at the Joint Announcement Date.

demonstrated track record of success in the healthcare sector and in Asia, we are confident that EQT will be an ideal partner for HMI. EQT now looks forward to supporting HMI's talented team, whose expertise, entrepreneurship and reputation are best in class."

Approvals required

The Scheme will require, amongst others, the following approvals: (i) a majority in number of HMI Shareholders representing not less than 75% in value of the HMI Shares held by HMI Shareholders present and voting either in person or by proxy at the meeting to be convened to approve the Scheme ("**Scheme Meeting**"), and (ii) the sanction of the Scheme by the High Court of Singapore.

Voting and / or Election Undertakings

The Offeror has received irrevocable undertakings from certain HMI Shareholders (the "**Undertaking Shareholders**"), together representing, in aggregate, approximately 61.8% of the total HMI Shares as at the date of the Joint Announcement³ ("**Joint Announcement Date**"), which includes:

- (i) acceptance undertakings to the Offeror to accept either the Cash Consideration or the Securities Consideration under the Scheme; and
- (ii) voting undertakings to the Offeror to vote in favour of the Scheme (save for Nam See Investment (Pte) Ltd. ("**NSI**") and its concert parties who are obliged to and will abstain from voting).

As at the Joint Announcement Date, NSI and its concert parties hold approximately 39.0% of the total HMI Shares, and as such the total number of eligible HMI Shares to vote at the Scheme Meeting represents approximately 61.0% of the total HMI Shares.

Save for NSI and its concert parties, the other Undertaking Shareholders who have undertaken to vote (or procure the voting) in favour of the Scheme at the Scheme Meeting comprise 22.8% of the total HMI Shares, and will count towards 37.3%⁴ of the eligible votes at the Scheme Meeting.

Scheme Document and IFA Opinion

After the Joint Announcement Date, the Company will appoint an independent financial adviser (the "**IFA**") to advise the directors of the Company who are considered to be independent for the purposes of the Scheme (the "**Independent Directors**") for the purposes of making a recommendation to the HMI Shareholders in connection with the Scheme. Further details of the Scheme, including the recommendation of the Independent Directors along with the advice of the IFA, will be set out in the Scheme Document to be sent to HMI Shareholders in due course. Subject to regulatory approvals and the court approval to convene the Scheme Meeting, the Company expects to convene the Scheme Meeting by September / October 2019.

³ Computed based on 837,337,946 HMI Shares in issue (excluding 1,642,934 treasury shares) as at the Joint Announcement Date.

⁴ Assuming that all HMI Shareholders who are eligible to vote are present at the Scheme Meeting, either in person or by proxy.

Advisor and Legal Counsels

Credit Suisse (Singapore) Limited and Allen & Gledhill LLP are acting as sole financial adviser and legal counsel to the Offeror, respectively. Rajah & Tann Singapore LLP is acting as legal counsel to the Company.

This Media Release should be read in conjunction with the full text of the Joint Announcement, a copy of which is available on www.sgx.com.

For investor enquiries relating to this Media Release, the Acquisition or the Scheme, please contact:

Credit Suisse (Singapore) Limited
Investment Banking and Capital Markets
Tel: +65 6212 2000

For media enquiries, please contact:

Mr. James Bywater
Financial PR
Tel: +65 6438 2990 (Office)
+65 9478 4937 (Mobile)
james@financialpr.com.sg

About EQT

EQT is a leading investment firm with more than EUR 61 billion in raised capital across 29 funds and around EUR 40 billion in assets under management. EQT funds have portfolio companies in Europe, Asia and the United States of America with total sales of more than EUR 21 billion and approximately 127,000 employees. EQT works with portfolio companies to achieve sustainable growth, operational excellence and market leadership.

About HMI

HMI is a growing regional private healthcare provider with a presence in Singapore, Malaysia and Indonesia. The HMI Group owns two tertiary hospitals in Malaysia, as well as a one-stop ambulatory care centre and healthcare training centre in Singapore. HMI also has a network of representative offices in Indonesia, Malaysia and Singapore.

RESPONSIBILITY STATEMENTS

Company. The directors of the Company (including any who may have delegated detailed supervision of the preparation of this Media Release) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Media Release which relate to the Company (excluding information relating to the Offeror, PanAsia Health Management B.V. ("**NewCo**"), PanAsia Health Holdings Coöperatief U.A. ("**TopCo**"), EQT GP, EQT Mid Market Asia III Limited Partnership ("**EQT LP**") and/or EQT Partners Singapore Pte. Ltd. ("**EQT Singapore**") or any opinion expressed by the Offeror, NewCo, TopCo, EQT GP, EQT LP and/or EQT Singapore) are fair and accurate and that there are no other material facts not contained in this Media Release, the omission of which would make any statement in this Media Release 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 or obtained from the Offeror, NewCo, TopCo, EQT GP, EQT LP and/or EQT Singapore, 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 Media Release. The directors of the Company do not accept any responsibility for any information relating to the Offeror, NewCo, TopCo, EQT GP, EQT LP and/or EQT Singapore or any opinion expressed by the Offeror, NewCo, TopCo, EQT GP, EQT LP and/or EQT Singapore.

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

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror 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 Media Release. The directors of the Offeror do not accept any responsibility for any information relating to the Company or any opinion expressed by the Company.

Forward-Looking Statements

All statements other than statements of historical facts included in this Media Release are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Offeror’s or the Company’s (as the case may be) current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. HMI Shareholders and investors of the Offeror and the Company should not place undue reliance on such forward-looking statements, and neither the Offeror nor the Company undertakes any obligation to update publicly or revise any forward-looking statements.