PROPOSED PRIVATISATION OF TALKMED GROUP LIMITED BY WAY OF A SCHEME OF ARRANGEMENT – RECEIPT OF IN-PRINCIPLE APPROVAL FOR THE DELISTING OF TALKMED GROUP LIMITED

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; and

(d) 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.

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. RECEIPT OF IN-PRINCIPLE APPROVAL FOR THE DELISTING

2.1 Following the approval of the Scheme by the requisite majority of the Shareholders at the Scheme Meeting held on 15 July 2025 and the sanction of the Scheme by the Court on 18 August 2025**,** the Company had on 18 August 2025 applied to the Singapore Exchange Regulation Pte. Ltd. (the "**SGX RegCo**") to seek its confirmation that it has no objections to the delisting of the Company from the Official List of the SGX-ST upon the Scheme becoming effective and binding in accordance with its terms (the "**Delisting**").

2.2 The Board wishes to announce that the SGX RegCo has on 21 August 2025 granted its in-principle approval for the Delisting of the Company from the Mainboard Board of the SGX-ST pursuant to Rule 1309 of the SGX-ST's Listing Manual (the "**Listing Manual**") (the "**Delisting AIP**"), subject to the condition set out in **paragraph 3.1** below.

2.3 The above decision of the SGX RegCo is not to be taken as an indication of the merits of the Delisting.

3. CONDITION TO THE DELISTING AIP

3.1 The Delisting AIP is subject to the satisfaction of all the Scheme Conditions in accordance with the terms of the Implementation Agreement.

3.2 As at the date of this Announcement, the Company has satisfied the Scheme Conditions other than those to be satisfied as at the Books Closure Date. As a result, the condition in paragraph 3.1 above has not yet been fulfilled as at the date of this Announcement.

3.3 The Company will make further announcements when the condition in paragraph 3.1 above has been fulfilled.

4. KEY EVENTS AND INDICATIVE DATES

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

Date and time of suspension of trading of the Shares	:	22 August 2025, on and from 9.00 a.m.
Books Closure Date	:	1 September 2025, 5 p.m.(1)
Expected Effective Date	:	2 September 2025(2)
Expected date for payment of the Scheme Consideration	:	By 11 September 2025(3)
Expected date for the delisting of the Shares from the SGX-ST	:	By 15 September 2025

Notes:

(1) No transfer of the Shares may be effected after 5 p.m. on the Books Closure Date.

(2) The Scheme will only become effective and binding upon the lodgement of the Court Order with ACRA. The Court Order will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix F to the Composite Document.

(3) Assuming that the Effective Date is on 2 September 2025.

Save for the date of suspension of trading of the Shares and the Books Closure 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.

5. 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
21 August 2025