

ASIAMEDIC LIMITED
(Incorporated In the Republic of Singapore)
Company Registration No.: 197401556E

**ENTRY INTO COLLABORATION AGREEMENT IN CONNECTION WITH THE ESTABLISHMENT
OF A DIAGNOSTIC IMAGING CENTRE IN NOVENA, SINGAPORE**

1. INTRODUCTION

The board of directors (the “**Board**” or the “**Directors**”) of AsiaMedic Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that the Company’s wholly-owned subsidiary, AMC Healthcare Pte. Ltd. (“**AMC**”), has on 7 May 2024 entered into a collaboration agreement (the “**Agreement**”) with Sunway Equity Holdings Pte. Ltd. (“**SEH**”, and together with AMC, collectively, the “**Parties**”) in relation to the setting up and operating of a new medical diagnostics imaging centre in Singapore (the “**Collaboration**”).

2. INFORMATION ON SEH

Save as otherwise indicated, the information below relating to SEH was based on information provided by SEH. In respect of such information, the Company has not independently verified the accuracy or correctness of the same and the Company’s responsibility is limited to ensuring that such information has been accurately and correctly extracted and reproduced in this announcement in its proper form and context.

2.1 SEH is a private company limited by shares incorporated in Singapore on 6 March 2024 and has an issued and paid-up capital of S\$10 comprising 10 ordinary shares. SEH is wholly-owned by Sunway City Sdn Bhd which in turn is wholly-owned by Sunway Berhad. The principal activity of SEH is investment holding. Sunway City Sdn Bhd is a private company limited by shares, incorporated in Malaysia. Sunway Berhad is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad.

2.2 As at the date hereof, neither SEH nor any of its directors or shareholders holds, directly or indirectly, any shares in the Company.

2.3 To the best of the knowledge of the Board, prior to entering into the Agreement, neither SEH nor any of its directors or shareholders have any connections (including business relationships) with the Group, the Company, its Directors or substantial shareholders, or their respective associates.

3. SALIENT TERMS OF THE AGREEMENT

3.1 Company to be Established and Share Capital

Pursuant to the Agreement, the Parties shall procure the establishment of a new private company limited by shares in Singapore under the name “AsiaMedic Sunway Pte. Ltd.” (“**ASPL**”), with an issued and paid-up share capital of S\$6,000,000 comprising 6,000,000 ordinary shares (“**ASPL Shares**”), which shall be subscribed for by the Parties in cash as follows:

Party	Number of ASPL Shares	Percentage shareholding in ASPL	Capital contribution
AMC	3,000,000	50%	S\$3,000,000
SEH	3,000,000	50%	S\$3,000,000
Total	6,000,000	100%	S\$6,000,000

3.2 Business of ASPL

ASPL shall carry on the business of operating a medical diagnostics imaging centre providing a comprehensive range of general imaging as well as sub-specialised fields of radiology imaging (such as computed tomography (CT) scans and magnetic resonance imaging (MRI) scans) at the premises located at 101 Irrawaddy Road, Level 9, Royal Square, Singapore 329565 (the "**Premises**").

3.3 Board Composition of ASPL

The board of directors of ASPL shall comprise two directors to be appointed by each of AMC and SEH and the quorum for board meetings shall be two directors, with at least one director appointed by each of AMC and SEH present.

3.4 Responsibilities of SEH

SEH shall be responsible for procuring Sunway Medical Centre (Singapore) Pte Ltd to lease the Premises to ASPL for the operation of its business at an agreed rental rate and to enter into a lease agreement with ASPL for such purpose.

3.5 Responsibilities of AMC

AMC shall be responsible for, amongst others, procuring patients for ASPL via its existing base of public/private hospitals, clinics and corporate clients and procuring that ASPL be appointed on the panel of public/private hospitals, clinics and corporate clients to provide diagnostics imaging services. In addition, AMC shall procure The Orchard Imaging Centre Pte. Ltd. ("**OIC**"), a wholly-owned subsidiary of the Company, to enter into a management services agreement (the "**MSA**") with ASPL pursuant to which OIC shall provide to ASPL services, including advice on the approvals and consents, operations, staffing requirements and other functions of ASPL's business, in consideration of which OIC shall receive management and other fees from ASPL.

3.6 Further Documentation

The Agreement shall be valid for a period of three months, subject to further extension, during which the Parties shall use their best efforts to conclude negotiations leading to the consummation of the Collaboration and entry into further agreements in relation to the Collaboration, including a shareholders' agreement and the MSA. During such period, neither Party shall enter into any negotiations, arrangement or agreement with any third party without the prior written consent of the other Party with regard to any possible arrangement which is the same as the Collaboration to carry on the business of a medical diagnostics imaging centre.

3.7 Save as disclosed above, the Company confirms that there are no other material terms attached to the Agreement.

4. RATIONALE FOR THE COLLABORATION

The Board believes that the Collaboration presents an opportunity for expansion of the Group's diagnostic imaging business into Novena, which is a significant healthcare and medical services hub in Singapore.

Accordingly, the Board believes that the Collaboration is in the best interests of the Group.

5. FINANCIAL IMPACT

AMC's subscription of the ASPL Shares will be funded by internal resources. The Collaboration is not expected to have any material impact on the earnings per share or net tangible assets per share of the Group for the financial year ending 31 December 2024. In the event ASPL is accounted for as a subsidiary by the Group and its financial statements consolidated by the Group, the Collaboration is expected to have a material impact on the Group's gearing as the capital expenditure requirement of ASPL will be partially funded by borrowings of ASPL.

6. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

As at the date hereof, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the Collaboration, save through their respective shareholding interest in the Company (if any).

7. DOCUMENTS FOR INSPECTION

A copy of the Agreement may be inspected at the registered office of the Company at 350 Orchard Road, #08-00 Shaw House, Singapore 238868 during normal business hours from the date of this announcement up to and including the date falling three (3) months from the date of this announcement.

8. RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Collaboration and the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

9. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution in trading their shares as there is no certainty or assurance as at the date of this announcement that the Collaboration will be completed or that no changes will be made to the terms thereof. The Company will make the necessary announcements as appropriate or when there is material development on the Collaboration. Shareholders are advised to read this announcement and any subsequent announcements made by the Company carefully, and should consult their legal, financial, tax or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

**Foo Soon Soo (Ms)
Company Secretary**

7 May 2024

This announcement has been reviewed by the Company's Sponsor, Xandar Capital Pte Ltd. It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST 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 Ms Pauline Sim (Registered Professional, Xandar Capital Pte Ltd) at 3 Shenton Way, #24-02 Shenton House, Singapore 068805. Telephone number: (65) 6319 4954.