Q & M Dental Group (Singapore) Limited
(Company Registration Number 200800507R)
(Incorporated in the Republic of Singapore)

COMPLETION OF THE PROPOSED THAILAND ACQUISITION

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1. INTRODUCTION

The board of directors ("**Board**" or "**Directors**") of Q & M Dental Group (Singapore) Limited (the "**Company**") refers to the announcements made by the Company in relation to the Proposed Thailand Acquisition on 15 October 2025, 12 July 2026 and 15 September 2026 (collectively, the "**Announcements**"). Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the Announcements.

2. AMENDMENTS TO THE SPA

Following further discussions, Parties had, on 12 November 2026, executed a Deed of Amendment, Restatement and Waivers to the SPA to amend certain terms of the SPA. Terms which now differ from what was announced in the Announcements are set out below:

2.1 Profit Guarantee

The timeframes of the Profit Guarantee periods as set out in the Announcements have been restructured as per the following. For the avoidance of doubt, the quantum of the profit guarantee remains unchanged at approximately THB 1,251,000,000.

Profit Guarantee Periods	Period Components	Guaranteed NPAT	Guaranteed NPAT Attributable to the Company (THB)[(1)]
Profit Guarantee Period 1	1 November 2026 to 31 December 2026	THB 20,500,000	THB 10,455,000
	FY2027	THB 127,666,667	THB 65,110,000
	FY2028	THB 156,500,000	THB 79,815,000
Profit Guarantee Period 2	FY2029	THB 190,500,000	THB 97,155,000
	FY2030	THB 233,333,333	THB 119,000,000
Profit Guarantee Period 3	FY2031	THB 285,000,000	THB 145,350,000

	1 January 2032 to 31 October 2032	THB 237,500,000	THB 121,125,000

Note:

(1) The Guaranteed NPAT Attributable to the Company represents 51% of the Guaranteed NPAT for each relevant component in a Profit Guarantee Period, being the Company's effective aggregate interest in Deezy of approximately 51%, rounded up to 51% for the purposes of the Profit Guarantee calculation, as further described in the SPA Announcement.

2.2 **Satisfaction of Shortfall Amount**

The manner of satisfaction of the Shortfall Amount has been amended to the following order of priority:

(a) first, the Guarantors shall waive Dr Nanthisak Piyanantisak's entitlement to dividends from Deezy for the relevant financial period to the extent necessary to make up the Shortfall Amount, and shall procure that Deezy declares and distributes such dividends to the Company accordingly; and

(b) to the extent any Shortfall Amount remains unsatisfied after the application of paragraph (a) above, the Guarantors shall, jointly and severally satisfy the remaining shortfall as follows:

(i) 70.4% of the shortfall shall be paid to the Company out of a separate interest-bearing bank account (with a reputable Thai financial institution or Singapore financial institution) ("**Escrow Account**") maintained by an escrow agent. If the balance of the Escrow Account is insufficient to satisfy 70.4% of the remaining shortfall, the Guarantors shall pay to the Company the remainder of such 70.4% in cash within ninety (90) days of the determination of the audited financial statements for the relevant Profit Guarantee Period; and

(ii) 29.6% of the shortfall shall be satisfied by the Company directing the sale or disposal of such number of the Consideration Shares as is necessary to fund that portion of the shortfall and the proceeds of any such sale or disposal shall be applied in or towards satisfaction of the shortfall pursuant to a share security agreement pursuant to which the Seller shall pledge all its Consideration Shares to the Company as security for the performance of its profit guarantee obligations. If the proceeds from the available Consideration Shares is insufficient to satisfy 29.6% of the shortfall, the Guarantors shall pay to the Company the remainder of such 29.6% in cash within ninety (90) days of the determination of the audited financial statements for the relevant Profit Guarantee Period.

3. Completion

The Board is pleased to announce that following amendment to the SPA as set out above, the Proposed Thailand Acquisition was completed on 12 November 2026. Pursuant to completion, Consideration Shares, comprising 16,375,714 new ordinary shares of the Company ("**Shares**"), were allotted and issued to the Seller on 12 November 2026.

The Consideration Shares are expected to be listed and quoted on the SGX-ST on 16 November 2026 and trading of the Consideration Shares is expected to commence from 9.00 a.m. on the same date. The Consideration Shares will rank *pari passu* in all respects with the Shares.

Following the completion of the Proposed Thailand Acquisition (including the allotment and issue of the Consideration Shares), the total number of Shares has increased to 963,996,375 Shares (excluding treasury shares and subsidiary holdings).

By Order of the Board
Ng Sook Hwa
Chief Financial Officer
13 November 2026