

Our Ref: REG/LC/ET/ATJW/Camsing

17 December 2019

The Board of Directors
Camsing Healthcare Limited
4 Shenton Way
#17-01 SGX Centre 2
Singapore 068807

Dear Sirs

**CAMSING HEALTHCARE LIMITED (THE "COMPANY")
NOTICE OF COMPLIANCE (THE "NOTICE")**

1. Singapore Exchange Regulation ("**SGX RegCo**") refers to:-
 - (a) our Notice of Compliance to the Company dated 29 March 2019, requiring, *inter alia*, that the Company appoints a special auditor, to investigate the Audit Matters raised by the Company's auditors (the "**1st NOC**");
 - (b) the Company's SGXNet announcement dated 9 July 2019, entitled "*General Announcement::Update on Executive Chairman*" (the "**9 July 2019 Announcement**");
 - (c) the Company's SGXNet announcement dated 18 November 2019, entitled "*General Announcement::Receipt of Requisition for Extraordinary General Meeting*" (the "**18 November 2019 Announcement**"); and
 - (d) the Company's SGXNet announcement dated 13 December 2019, entitled "*General Announcement::Withdrawal of Requisition for Extraordinary General Meeting*" (the "**13 December 2019 Announcement**").

2. We note that:-
 - (a) the Company has appointed RSM Corporate Advisory Pte Ltd as the special auditor to investigate into the Audit Matters and the Further Issues which include, *inter alia*, concerns as to whether significant sales and purchases were related parties' transactions;
 - (b) the Company has stated in the 9 July 2019 Announcement that Ms Lo Ching, the Company's chairman and executive director, is currently being held in criminal custody by the Yangpu Branch of the Shanghai Public Security Bureau in the People's Republic of China;

- (c) Ms Lo Ching, a controlling shareholder of the Company who holds approximately 83% of the Company's issued share capital, and the chairman and executive director of the Company (whose duties and powers have been suspended by the Company with effect from 19 August 2019), has served the Company with a requisition notice dated 23 October 2019 (the "**Requisition Notice**") of her intention to convene an extraordinary general meeting to pass resolutions to, *inter alia*, make changes to the Board including: (i) the removal of the independent directors of the Company; and (ii) the appointment of three (3) new independent directors. The Requisition Notice was served whilst the special audit is still on-going and was subsequently withdrawn on 6 December 2019; and
- (d) as Ms Lo Ching is in criminal custody in the PRC, any changes to the board composition by her could compromise continuous oversight of the Audit Matters and the special audit, given the severity of the matters under review.
3. Listing Rule 1405 provides that the Exchange may exercise administrative powers for the purposes of ensuring that the market is fair, orderly and transparent.
 4. In light of the above and in particular paragraph 2(e), SGX RegCo requires the Company to obtain the prior approval of the Exchange under Listing Rule 1405(1)(d), for a period not exceeding 3 years, for the appointment of a director or an executive officer.
 5. In addition, SGX RegCo requires the independent directors of the Company to continue to report directly to SGX RegCo and provide full assistance in connection with the special audit.
 6. Pursuant to Listing Rule 1405(4), failure to comply with the requirements imposed by SGX RegCo shall be deemed to be a contravention of the Listing Rules.
 7. Please note that compliance with this Notice does not constitute a waiver of any kind, and SGX RegCo reserves the right to take disciplinary action against the Company and/or any Relevant Person(s) for breaches of the Listing Rules, including any failure to comply with the requirements imposed by SGX RegCo.

Yours faithfully

June Sim
Senior Vice President
Head, Listing Compliance
SGX RegCo