



---

## PROPOSED PRIVATISATION OF TALKMED GROUP LIMITED BY WAY OF A SCHEME OF ARRANGEMENT - APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

---

### 1. INTRODUCTION

The board of directors of TalkMed Group Limited (the “**Company**”) refers to the joint announcement dated 23 December 2024 made by the Company and TW Troy Limited (the “**Offeror**”) in relation to the proposed acquisition (the “**Acquisition**”) by the Offeror of all the issued and paid-up shares (“**Shares**”) in the capital of the Company held by the shareholders (“**Shareholders**”) of the Company, by way of a scheme of arrangement (the “**Scheme**”) in accordance with Section 210 of the Companies Act 1967 of Singapore and the Singapore Code on Take-overs and Mergers (the “**Code**”) (the “**Joint Announcement**”).

Unless otherwise defined, capitalised terms used in this announcement (the “**Announcement**”) shall bear the same meanings as set out in the Joint Announcement.

### 2. APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

As stated in the Joint Announcement, an independent financial adviser (“**IFA**”) will be appointed by the Company to (a) advise the directors of the Company who are considered to be independent for the purposes of the Scheme (the “**Independent Directors**”); and (b) opine on whether the terms of the Management Arrangements are fair and reasonable to the Shareholders in the context of Rule 10 of the Code.

The Board wishes to announce that it has appointed **KPMG Corporate Finance Pte Ltd** as the IFA to advise the Independent Directors.

The Scheme Document containing full details of the Acquisition and the Scheme, including the recommendation of the Independent Directors along with the advice of the IFA, will be despatched or made available to the Shareholders in due course.

**Shareholders are advised to refrain from taking any action in relation to their Shares which may be prejudicial to their interests until they or their advisers have considered the information and the recommendations of the Independent Directors on the Scheme as well as the advice of the IFA set out in the Scheme Document.**

**Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

### 3. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company (including those who may have delegated detailed supervision 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 of the Company 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 of the Company 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  
9 January 2025

