



**ISEC HEALTHCARE LTD.**

Company Registration Number: 201400185H  
(Incorporated in Singapore on 2 January 2014)  
(the "**Company**")

---

**PROPOSED ACQUISITION OF ALL THE SHARES IN THE CAPITAL OF JL MEDICAL (BUKIT BATOK) PTE. LTD., JL MEDICAL (SEMBAWANG) PTE. LTD., JL MEDICAL (WOODLANDS) PTE. LTD. AND JL MEDICAL (YEW TEE) PTE. LTD.**

**- TRANSFER OF LEGAL TITLE TO THE SALE SHARES**

---

*All capitalised terms used but not defined herein shall bear the meanings ascribed to them in the Company's announcements dated 27 May 2016, 6 September 2016, 6 October 2016 and 7 October 2016 (collectively, the "**Announcements**"), and the circular to the shareholders of the Company dated 22 September 2016 (the "**Circular**").*

The Board of Directors of the Company refers to the Announcements and the Circular in relation to, *inter alia*, the sale and purchase agreement dated 27 May 2016 between the Company and Dr Lee Yeng Fen, Dr Koo Xian Yeang and Dr Ng Chiew Fang (collectively, the "**Vendors**") to acquire all the issued and fully-paid ordinary shares in the capital of JL Medical (Bukit Batok) Pte. Ltd., JL Medical (Sembawang) Pte. Ltd., JL Medical (Woodlands) Pte. Ltd. and JL Medical (Yew Tee) Pte. Ltd. (collectively, the "**Target Companies**") owned by the Vendors, representing 100% of the total number of issued shares in each of the Target Companies (the "**Sale Shares**") (the "**Sale and Purchase Agreement**"). The Sale and Purchase Agreement was supplemented and amended by the supplemental agreement dated 6 September 2016 between the Company and the Vendors pursuant to which, *inter alia*, the Vendors agreed to transfer the legal title to the Sale Shares to the Company for the sole purpose of fulfilling the Conditions to HDB Approval for Assignment in connection with the leases relating to the Clinics (the "**Supplemental Agreement**"). Please refer to the Announcement dated 6 September 2016 for more details on the Supplemental Agreement.

The Board wishes to announce that pursuant to the Sale and Purchase Agreement, as supplemented and amended by the Supplemental Agreement, the Vendors have today transferred the legal title to the Sale Shares to the Company. The Company holds the respective Sale Shares (comprising all the shares in the Target Companies) on trust for the respective Vendors, on the terms and subject to the conditions set out in the Sale and Purchase Agreement, as supplemented and amended by the Supplemental Agreement. For the avoidance of doubt, the Transfer of Legal Title shall not amount to Completion, and the sale and purchase of the Sale Shares remains subject to Completion.

The Board understands that the Vendors will complete the applications to HDB in connection with the HDB Approval for Assignment in due course. The Company will make the necessary announcement(s) as and when appropriate.

Shareholders and potential investors are advised to exercise caution when trading the Company's shares as there is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will proceed to Completion, as Completion is subject to, *inter alia*, the fulfilment of Conditions Precedent in the Sale and Purchase Agreement. Shareholders are advised to read this announcement and any further announcements carefully, and where in doubt as to the action they should take, they should consult their financial, tax or other advisors.

By Order of the Board

**Dr. Wong Jun Shyan**  
**Executive Director and Chief Executive Officer**  
**7 October 2016**

---

*ISEC Healthcare Ltd. (the "**Company**") was listed on Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on 28 October 2014. The initial public offering of the Company (the "**IPO**") was sponsored by PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**" or "**PPCF**").*

*This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Gillian Goh, Director, Head of Continuing Sponsorship, at 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, telephone (65) 6229 8088.*