



SINGAPORE MEDICAL GROUP LIMITED

Company Registration Number: 200503187W

(Incorporated in the Republic of Singapore)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Singapore Medical Group Limited (the “**Company**”) will be held by way of electronic means on Tuesday, 23 June 2020 at 4.00 p.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2019 together with the Auditors’ Report thereon.
(Resolution 1)
2. To declare a final tax exempt (one-tier) dividend of 0.4 Singapore cents per ordinary share for the year ended 31 December 2019.
(Resolution 2)
3. To re-elect Dr Beng Teck Liang, who is retiring pursuant to Article 94 of the Company’s Articles of Constitution, as Director of the Company.
(Resolution 3)
[See Explanatory Note (i)]
4. To re-elect Mr Jimmy Yim Wing Kuen, who is retiring pursuant to Article 94 of the Company’s Articles of Constitution, as Director of the Company.
(Resolution 4)
[See Explanatory Note (ii)]
5. To approve the payment of Directors’ fees of S\$145,000 for the financial year ended 31 December 2019. [31 December 2018: S\$130,000]
(Resolution 5)
6. To re-appoint Messrs Ernst & Young LLP as the Company’s Auditors and to authorise the Directors to fix their remuneration.
(Resolution 6)
7. To transact any other ordinary business which may properly be transacted at an AGM.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

8. GENERAL AUTHORITY TO ALLOT AND ISSUE SHARES IN THE CAPITAL OF THE COMPANY (THE “**SHARE ISSUE MANDATE**”)



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“That, pursuant to Section 161 of the Companies Act, Cap. 50 of Singapore (the “**Companies Act**”) and Rule 806(2) of the Rules of Catalist, authority be and is hereby given to the Directors of the Company (“**Directors**”) to:-

- (a) (i) allot and issue shares in the capital of the Company whether by way of rights, bonus or otherwise; and/or
- (ii) make or grant offers, agreements or options (collectively “**Instruments**”) that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures, convertible securities or other instruments convertible into shares;

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors shall in their absolute discretion deem fit, and

- (b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force.

provided always that:-

- (i) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed one hundred per cent. (100%) of the total issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below) or such other limit as may be prescribed by the Rules of Catalist as at the date this Resolution is passed, of which the aggregate number of shares to be issued other than on a pro-rata basis to the then existing shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent. (50%) of the total issued shares (excluding treasury shares) in the capital of the Company (as calculated in accordance with sub-paragraph (ii) below) or such other limit as may be prescribed by the Rules of Catalist as at the date this Resolution is passed.
- (ii) (subject to such manner of calculation and adjustments as may be prescribed by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (i) above, the percentage of the total issued shares (excluding treasury shares) shall be based on the total issued shares (excluding treasury shares) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:
 - (a) new shares arising from the conversion or exercise of any convertible securities outstanding and/or subsisting at the time this authority is given;
 - (b) new shares arising from the exercise of share options or vesting of share awards outstanding or subsisting at the time of the passing of this Resolution,



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provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Rules of Catalist; and

- (c) any subsequent bonus issue, consolidation or sub-division of shares.
- (iii) in exercising the authority conferred by this Resolution, the Directors shall comply with the requirements imposed by the SGX-ST from time to time and the provisions of the Rules of Catalist for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Companies Act, and otherwise, and the Articles of Constitution for the time being of the Company; and
- (iv) (unless revoked or varied by the Company in general meeting), such authority conferred by this Resolution shall continue in full force until the conclusion of the next AGM of the Company or the date by which the next AGM is required by law to be held, whichever is earlier.”

(Resolution 7)

[See Explanatory Note (iii)]

9. **AUTHORITY TO GRANT OPTIONS AND ISSUE SHARES UNDER THE SMG SHARE OPTION SCHEME**

“That, pursuant to Section 161 of the Companies Act, Cap. 50 of Singapore, the Directors of the Company be and are hereby authorised to offer and grant options in accordance with the SMG Share Option Scheme (the “**Option Scheme**”) and to allot and issue such shares as may be required to be issued pursuant to the exercise of the options granted under the Option Scheme, provided always that the aggregate number of new ordinary shares to be allotted and issued pursuant to the Option Scheme, (including the aggregate number of shares issued or issuable pursuant to the Option Scheme and any other scheme or plan for the time being of the Company), shall not exceed fifteen per cent. (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the Company in general meeting, shall continue in full force until the conclusion of the next AGM of the Company or the date by which the next AGM is required by law to be held, whichever is earlier.”

(Resolution 8)

[See Explanatory Note (iv)]

10. **AUTHORITY TO GRANT AWARDS AND ISSUE SHARES UNDER THE SMG SHARE PLAN**

“That, pursuant to Section 161 of the Companies Act, Cap. 50 of Singapore, the Directors of the Company be and are hereby authorised to offer and grant awards in accordance with the SMG Share Plan (the “**Share Plan**”) and to allot and issue such shares as may be required to be issued upon the release of awards under the Share Plan, provided always that the aggregate number of new ordinary shares to be allotted and issued pursuant to the Share Plan (including the aggregate number of shares issued or issuable pursuant to the Share Plan and any other scheme or plan for the time being of the Company), shall not exceed fifteen per cent. (15%) of the total number of issued shares (excluding treasury shares) in the capital of the Company from time to time and that such authority shall, unless revoked or varied by the



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Company in general meeting, shall continue in full force until the conclusion of the next AGM of the Company or the date by which the next AGM is required by law to be held, whichever is earlier.”

(Resolution 9)

[See Explanatory Note (v)]

11. THE PROPOSED RENEWAL OF THE SHARE BUY-BACK MANDATE

THAT:-

(a) for the purposes of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) and Sections 76C and 76E of the Companies Act, Chapter 50 (the “**Companies Act**”), the exercise by the Directors of the Company (“**Directors**”) of all the powers of the Company to purchase or otherwise acquire fully paid issued ordinary shares in the capital of the Company (“**Shares**”) not exceeding in aggregate the Maximum Percentage (as hereafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereafter defined), whether by way of:

- (i) on-market purchase(s) transacted through the SGX-ST’s trading system or, as the case may be, any other stock exchange on which the Shares may for the time being be listed and quoted (“**Other Exchange**”) through one or more duly licensed stockbrokers appointed by the Company for the purpose; and/or
- (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST or, as the case may be, Other Exchange) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

and otherwise in accordance with all other laws and regulations and rules of the SGX-ST or, as the case may be, Other Exchange as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the “**Share Buy-Back Mandate**”);

(b) the authority conferred on the Directors pursuant to the proposed renewal of the Share Buy-Back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earlier of:

- (i) the conclusion of the next annual general meeting (“**AGM**”) of the Company or the date by which such AGM is required by law to be held;
- (ii) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buy-Back Mandate are carried out to the full extent mandated; or
- (iii) the date on which the authority contained in the Share Buy-Back Mandate is varied or revoked by ordinary resolution of the Company in general meeting;



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(c) in this Resolution:

“Maximum Percentage” means that number of issued Shares representing 10% of the total number of issued Shares as at the date of the passing of this Resolution (excluding any Shares which are held as treasury shares and subsidiary holdings as at that date); and

“Maximum Price” in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall not exceed:

(i) in the case of a market purchase of a Share, 105% of the Average Closing Price of the Shares; and

(ii) in the case of an off-market purchase of a Share, 110% of the Average Closing Price of the Shares;

where:

“Average Closing Price” means the average of the closing market prices of the Shares over the last five market days, on which transactions in the Shares were recorded, preceding the day of the on-market purchase by the Company on the SGX-ST or, as the case may be, preceding the day of the making of the offer pursuant to the off-market purchase, and deemed to be adjusted, in accordance with the listing rules of the SGX-ST, for any corporate action that occurs during the relevant five-day period and the day of the on-market purchase by the Company, or as the case may be, the day of the making of the offer pursuant to the off-market purchase; and

“date of the making of the offer” means the day on which the Company announces its intention to make an offer for the purchase of Shares from Shareholders, stating the purchase price for each Share and the relevant terms of the equal access scheme for effecting the off-market purchase;

(d) the Directors be and are hereby authorised to deal with the Shares purchased by the Company, pursuant to the Share Buy-Back Mandate, in any manner as they think fit which is allowable under the Companies Act; and

(e) the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated by this Resolution.

(Resolution 10)
[See Explanatory Note (vi)]

On Behalf of the Board
Tony Tan Choon Keat
Non-Executive Chairman
Singapore, 1 June 2020



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Explanatory Notes:

- (i) The Ordinary Resolution 3 is to re-elect Dr Beng Teck Liang who will be retiring pursuant to Article 94 of the Company's Articles of Constitution and if he is re-elected, he will continue in office as Executive Director and Chief Executive Officer. Key information on Dr Beng Teck Liang is found on page 10 of the Notice of AGM.
- (ii) The Ordinary Resolution 4 is to re-elect Mr Jimmy Yim Wing Kuen who will be retiring pursuant to Article 94 of the Company's Article of Constitution and if re-elected, he will remain as an Independent Director, Chairman of the Nominating Committee and Remuneration Committee, and member of the Audit Committee and will be considered independent for the purpose of Rule 704(7) of the Rules of Catalist and Provision 2.1 of Principle 2 of the Code of Corporate Governance 2018. Key information on Mr Jimmy Yim Wing Kuen is found on page 10 of the Notice of AGM.
- (iii) The Ordinary Resolution 7 proposed in item 8 above, if passed, will empower the Directors of the Company from the date of the above AGM until the date of the next AGM, to allot and issue shares and/or Instruments (as defined above) in the capital of the Company. The aggregate number of shares and/or convertible securities which the Directors may allot and issue under this Resolution, shall not exceed one hundred per cent. (100%) of the total issued shares (excluding treasury shares) in the capital of the Company, of which the aggregate number of shares and/or convertible securities other than on a pro-rata basis to all shareholders of the Company, shall not exceed fifty per cent. (50%) of the total issued shares (excluding treasury shares) in the capital of the Company. This authority will, unless previously revoked or varied at a general meeting, expire at the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is earlier. However, notwithstanding the cessation of this authority, the Directors are empowered to issue shares pursuant to any convertible securities issued under this authority.
- (iv) The Ordinary Resolution 8 proposed in item 9 above, if passed, will empower the Directors of the Company, from the date of the above AGM until the date of the next AGM, to grant options and to allot and issue shares pursuant to the exercise of the options under the Option Scheme, (including options granted under the Option Scheme and any other scheme or plan for the time being of the Company) of up to a number not exceeding in total fifteen per cent. (15%) of the total issued shares (excluding treasury shares) in the capital of the Company from time to time.
- (v) The Ordinary Resolution 9 proposed in item 10 above, if passed, will empower the Directors of the Company, from the date of the above AGM until the date of the next AGM, to grant awards and to allot and issue shares upon the release of awards under the Share Plan, (including award granted under the Share Plan and any other scheme or plan for the time being of the Company) of up to a number not exceeding in total fifteen per cent. (15%) of the total issued shares (excluding treasury shares) in the capital of the Company from time to time.
- (vi) The Ordinary Resolution 10 proposed in item 11 above, if passed, will empower the Directors of the Company from the date of the above AGM until the date of the next AGM, to exercise all powers of the Company to purchase or otherwise acquire (whether by way of market purchases or off-market purchases) Shares on the terms of the Share Buy-Back Mandate, as set out in the Appendix to Shareholders dated 1 June 2020. Please refer to the aforementioned Appendix to Shareholders for further details.

The Company may use internal sources of funds and/or external borrowings to finance the Company's purchases and acquisitions of its Shares pursuant to the Share Buy-Back Mandate. The Directors do not



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propose to exercise the Share Buy-Back Mandate in a manner and to such extent that the liquidity and capital adequacy position of the Company or the Group would be materially adversely affected.

The amount of financing required for the Company to purchase its Shares pursuant to the Share Buy-Back Mandate and the impact on the Company's financial position, cannot be realistically ascertained as at the date of this Notice as this will depend on factors such as the aggregate number of Shares purchased or acquired, the purchase prices paid at the relevant times and the amount (if any) borrowed by the Company to fund the purchases, whether the purchase or acquisition is made out of profits or capital, and whether the Shares purchased are held in treasury or cancelled.

Illustrative financial effects of the Share Buy-Back are set out in the Appendix to Shareholders.

NOTICE OF RECORD DATE AND FINAL DIVIDEND PAYMENT DATE

Notice is hereby given that, subject to the approval of shareholders for the final dividend at the Annual General Meeting to be convened and held on 23 June 2020, the Register of Members and Share Transfer Books of the Company will be closed at 5.00 pm on 1 July 2020. Duly completed Registrable Transfers received by the Company's Share Registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #11-02, Singapore 068898 up to 5.00 pm on 1 July 2020 ("**Entitlement Date**") will be registered to determine shareholders' entitlements to the final dividend. Subject as aforesaid, shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares of the Company as at 5.00 pm on the Entitlement Date will be entitled to the final dividend.

The final dividend, if so approved by shareholders, will be paid on 16 July 2020.

Important Notes:

1. Pre-Registration:

The AGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the AGM are set out in this Notice of AGM which has been uploaded on SGXNet and the Company's website on the same day. The announcement and this Notice of AGM may also be accessed at the URLs <https://www.sgx.com/securities/company-announcements> and <http://www.smg.sg/investors-relations/>.

A member will be able to participate at the AGM by watching the AGM proceedings via a "live" audio-visual webcast via mobile phones, tablets or computers. In order to do so, a member must pre-register by 4.00 pm on 20 June 2020, at the URL https://sg.conveneagm.com/smg_agm2020/ for the Company to authenticate his/her/its status as members. Authenticated members will receive email instructions on how to access the "live" audio-visual webcast of the proceedings of the AGM by 10.30 am on 22 June 2020. Members who do not receive an email by 12.00 p.m. on 22 June 2020, but have registered by the 20 June 2020 deadline, may contact the Company at AGM2020@smg.sg

Investors who hold Shares through depository agents (as defined in Section 81SF of the Securities and Futures Act, Chapter 289) and wish to watch the "live" audio-visual webcast of the AGM must approach their respective depository agents to pre-register by 5.00 p.m. on 11 June 2020 in order to allow sufficient time for their respective depository agents to in turn pre-register their interest with the Company.



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2. Submission of Questions:

Members will not be able to ask questions during the “live” audio-visual webcast of the AGM. A member who pre-registers to watch the “live” audio-visual webcast may also submit questions related to the AGM. To do so, all questions must be submitted by 5.00 pm on 19 June 2020 by email to AMG2020@smg.sg.

The Company will endeavour to address all substantial and relevant questions received from Shareholders during or prior to the AGM via SGXNet and on the Company’s website at the URLs <https://www.sgx.com/securities/company-announcements> and <http://www.smg.sg/investors-relations/>.

3. Submission of Proxy Form:

A member will not be able to vote through the “live” audio-visual webcast and voting is only through submission of proxy form. If a member (whether individual or corporate) wishes to exercise his/her/its voting rights at the AGM, he/she/it must appoint the **Chairman of the Meeting** as his/her/its proxy to vote on his/her/its behalf at the AGM. The proxy form for the AGM can be accessed at the Company’s website at the URL <http://www.smg.sg/investors-relations/>, and is made available with this Notice of AGM on SGXNet at the URL <https://www.sgx.com/securities/company-announcements> on the same day.

Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 (including CPF investors, SRS investors and holders under depository agents) and who wish to exercise their votes by appointing the **Chairman of the Meeting** as proxy should approach their respective relevant intermediaries (including their respective CPF agent banks, SRS approved banks or depository agents) to submit their voting instructions by 5.00 p.m. on 11 June 2020 in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by 4.00 pm on 20 June 2020.

In appointing the Chairman of the Meeting as proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the proxy form, failing which the appointment of the Chairman of the Meeting as proxy for that resolution will be treated as invalid.

The Chairman of the Meeting, as a proxy, need not be a member of the Company.

The instrument appointing the Chairman of the Meeting as proxy must be submitted to the Company in the following manner:

- (a) if submitted by post, be deposited at the Company’s registered office at 1004 Toa Payoh North #06-03/07 Singapore 318995; or
- (b) if submitted by email, to deposit via AGM2020@smg.sg not less than forty-eight (48) hours before the time appointed for the Meeting

in either case, not less than 48 hours before the time appointed for the AGM.

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.



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The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy (including any related attachment) (such as in the case where the appointor submits more than one instrument appointing the Chairman of the Meeting as proxy).

In the case of a member whose Shares are entered against his/her name in the depository register (as defined in Section 81SF of the Securities and Futures Act, Chapter 289), the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if such member is not shown to have Shares entered against his/ her/ its name in the depository register as at 72 hours before the time appointed for the AGM, as certified by The Central Depository (Pte) Limited to the Company.

4. Annual Report and other documents:

The Annual Report for the financial year ended 31 December 2019 (“FY2019 Annual Report”) which was issued and released on 9 April 2020 can be accessed at SGXNet at the URL <https://www.sgx.com/securities/company-announcements> and at the Company’s website at the URL <http://www.smg.sg/investors-relations/>.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the Meeting to attend and vote at the AGM and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of the appointment of the Chairman of the Meeting as proxy appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

This Notice has been reviewed by the Company’s sponsor, CIMB Bank Berhad, Singapore Branch, (the “Sponsor”) for compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) Listing Manual Section B: Rules of Catalist. This Notice has not been examined or approved by the SGX-ST and the SGX-ST assume no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.

The contact person for the Sponsor is Mr Eric Wong, Director, Investment Banking, Singapore. The contact particulars are 50 Raffles Place, #09-01, Singapore Land Tower, Singapore 048623, Telephone: +65 6337 5115.



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DISCLOSURE OF INFORMATION ON DIRECTORS SEEKING RE-ELECTION

Dr Beng Teck Liang and Mr Jimmy Yim Wing Kuen are the Directors seeking re-election at the forthcoming Annual General Meeting of the Company to be held on Tuesday, 23 June 2020 at 4.00 p.m. (“AGM”) (collectively, the “Retiring Directors” and each a “Retiring Director”).

Pursuant to Rule 720(5) of the Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalyst (the “Catalist Rules”), the following is the information relating to the Retiring Directors as set out in Appendix 7F to the Catalist Rules:

	Dr Beng Teck Liang	Mr Jimmy Yim Wing Kuen
Date of Appointment	2 December 2013	22 June 2009
Date of last re-appointment	28 April 2017	27 April 2018
Age	48	60
Country of principal residence	Singapore	Singapore
The Board’s comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The re-election of Dr Beng Teck Liang as the Executive Director and Chief Executive Officer of the Company is recommended by the Nominating Committee and the Board has accepted the recommendation after taking into consideration Dr Beng’s past experience and overall contribution since he was appointed.	The re-election of Mr Jimmy Yim Wing Kuen as an Independent Director of the Company is recommended by the Nominating Committee and by the Board after reviewing and considering Mr Yim’s qualifications, knowledge and skills, experience, suitability and contributions to the core competencies of the Board and the Board Committees.
Whether appointment is executive, and if so, the area of responsibility	Executive Area of responsibility: Managing and overseeing all affairs of the Company	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Executive Director and Chief Executive Officer	Independent Director, Chairman of Nominating Committee, Chairman of Remuneration Committee and Member of Audit Committee
Professional qualifications	Masters in Business Administration MB ChB (Medicine)	Master of Laws Bachelor of Laws
Shareholding interest in the listed issuer and its subsidiaries	Dr Beng Teck Liang holds 33,448,098 shares, which represents 6.93% of the issued and paid-up share capital of the Company as at 1 June 2020.	Mr Jimmy Yim Wing Kuen holds 1,360,300 shares, which represents 0.28% of the issued and paid-up share capital of the Company as at 1 June 2020.

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	Dr Beng Teck Liang	Mr Jimmy Yim Wing Kuen
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Dr Jimmy Beng Keng Siew, the Medical Director of the Issuer's urology practice, is the father of Dr Beng Teck Liang.	No
Conflict of Interest (including any competing business)	No	No
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments* Including Directorships#	No	Yes
Past (for the last 5 years)	Nil	Past directorship: <ul style="list-style-type: none"> • Independent Director, CWT Limited • Independent Director, ARA-CWT Trust Management (CACHE) Limited
Present	Nil	Present directorship: <ul style="list-style-type: none"> • Independent Director, Low Keng Huat (Singapore) Limited; • Chairman, Drew & Napier LLC
Working experience and occupation(s) during the past 10 years	2013 – Current: CEO and Executive Director of Singapore Medical Group Limited 2011 – 2012: Managing Director of Hewlett Packard Thailand	Chairman and Managing Director of the Dispute Resolution practice of Drew and Napier LLC
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is “yes”, full details must be given.		
a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No

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	Dr Beng Teck Liang	Mr Jimmy Yim Wing Kuen
b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
c) Whether there is any unsatisfied judgment against him?	No	No
d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No
e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No

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	Dr Beng Teck Liang	Mr Jimmy Yim Wing Kuen
f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No
i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:– i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in	No	No

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Company Registration Number: 200503187W

(Incorporated in the Republic of Singapore)

	Dr Beng Teck Liang	Mr Jimmy Yim Wing Kuen
<p>Singapore or elsewhere; or</p> <p>ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or</p>		
<p>iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or</p> <p>iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere</p> <p>in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?</p>	No	No
<p>k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?</p>	No	No
Disclosure applicable to the appointment of Director only		
<p>Any prior experience as a director of a listed company?</p> <p>If yes, please provide details of prior experience.</p> <p>If no, please state if the director has attended or will be attending training on the roles and responsibilities of a</p>	Not Applicable	Not Applicable



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director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).		