

THOMSON MEDICAL GROUP LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No: 199908381D)

(the "Company")

Full Year Financial Statement and Related Announcement For The Financial Period Ended 30 June 2020

PART I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2, Q3, Q4, Q5 & Q6), HALF YEAR AND FULL YEAR ANNOUNCEMENTS

1(a) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

1 (a)(i) CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2020

	Group			Group		
	6 months ended			18 months ended	12 months ended	Change %
	30 Jun 2020 \$'000 (Unaudited)	30 Jun 2019 \$'000 (Unaudited)	Change %	30 Jun 2020 \$'000 (Audited)	31 Dec 2018 \$'000 (Audited)	
Healthcare - Continuing operations						
Revenue	97,980	111,668	(12)	327,798	215,610	52
Other income	7,824	2,451	NM	12,836	6,126	NM
Inventories and consumables	(22,443)	(22,869)	(2)	(70,282)	(44,657)	57
Staff costs	(33,167)	(33,082)	0	(101,151)	(60,330)	68
Depreciation and amortisation	(9,088)	(8,441)	8	(26,039)	(11,528)	NM
Other operating expenses	(123,739)	(30,703)	NM	(188,567)	(68,038)	NM
Results from operating activities	(82,633)	19,024	NM	(45,405)	37,183	NM
Finance income	1,068	1,373	(22)	3,931	3,031	30
Finance costs	(12,612)	(12,372)	2	(38,045)	(18,173)	NM
Net finance costs	(11,544)	(10,999)	5	(34,114)	(15,142)	NM
(Loss)/profit before tax from continuing operations	(94,177)	8,025	NM	(79,519)	22,041	NM
Income tax expense	(2,880)	(3,921)	(27)	(14,397)	(7,341)	96
(Loss)/profit from continuing operations, net of tax	(97,057)	4,104	NM	(93,916)	14,700	NM
Real Estate - Discontinued operation						
Loss from discontinued operation, net of tax	-	(2,260)	NM	(2,260)	(10,640)	(79)
(Loss)/profit for the period/year	(97,057)	1,844	NM	(96,176)	4,060	NM
Attributable to:						
Owners of the Company						
(Loss)/profit from continuing operations, net of tax	(97,529)	2,445	NM	(96,991)	10,843	NM
Loss from discontinued operation, net of tax	-	(2,205)	NM	(2,205)	(8,682)	(75)
(Loss)/profit for the period/year attributable to owners of the Company	(97,529)	240	NM	(99,196)	2,161	NM
Non-controlling interests						
Profit from continuing operations, net of tax	472	1,659	(72)	3,075	3,857	(20)
Loss from discontinued operation, net of tax	-	(55)	NM	(55)	(1,958)	(97)
Profit for the period/year attributable to non-controlling interests	472	1,604	(71)	3,020	1,899	59
Healthcare - Continuing operations						
Adjusted EBITDA ⁽¹⁾	16,226	23,899	(32)	64,081	51,723	24

NM – Not meaningful

Notes:

⁽¹⁾ Excluding the effect of SFRS(I) 16 Leases with effect from 1 January 2019, non-cash impairment and one-off and non-recurring expenses.

⁽²⁾ The Company has changed its financial year end from 31 December to 30 June (please refer to announcement dated 27 September 2019). The financial period is now covering an 18-month period from 1 January 2019 to 30 June 2020.

- 1(a) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

1 (a)(ii) OTHER INFORMATION - HEALTHCARE - CONTINUING OPERATIONS

	Group			Group		
	6 months ended			18 months ended	12 months ended	Change %
	30 Jun 2020 \$'000 (Unaudited)	30 Jun 2019 \$'000 (Unaudited)	Change %	30 Jun 2020 \$'000 (Audited)	31 Dec 2018 \$'000 (Audited)	
Other expenses						
Rental expenses	(39)	(80)	(51)	(1,326)	(6,052)	(78)
Transaction costs on corporate exercise	-	-	NM	-	(328)	NM
Loss on disposal of property and equipment	(145)	(16)	NM	(851)	(153)	NM
Property and equipment written off	(7)	(1)	NM	(10)	(13)	(23)
(Allowance for)/ reversal of expected credit losses on trade debts, net	(241)	(99)	NM	(481)	23	NM
Impairment loss on development and investment properties	(93,415)	-	NM	(93,415)	(1,984)	NM
Foreign exchange loss, net	(27)	(14)	93	(49)	(286)	(83)
Income tax expenses						
(Under)/ over provision of prior year income tax	(306)	35	NM	(13)	3	NM
Deferred tax arising from change in the tax rate of real property gains tax in Malaysia	-	-	NM	(3,148)	-	NM

1 (a)(iii) STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL PERIOD ENDED 30 JUNE 2020

	Group			Group		
	6 months ended			18 months ended	12 months ended	Change %
	30 Jun 2020 \$'000 (Unaudited)	30 Jun 2019 \$'000 (Unaudited)	Change %	30 Jun 2020 \$'000 (Audited)	31 Dec 2018 \$'000 (Audited)	
(Loss)/profit for the period/year	(97,057)	1,844	NM	(96,176)	4,060	
Other comprehensive income:						
Items that will not be reclassified to profit or loss						
Net change in fair value of equity instruments at fair value through other comprehensive income	-	62	NM	62	(878)	NM
	-	62	NM	62	(878)	NM
Items that may be reclassified subsequently to profit or loss						
Foreign currency translation	(5,819)	(5,901)	(1)	(7,432)	(308)	NM
	(5,819)	(5,901)	(1)	(7,432)	(308)	NM
Other comprehensive income for the period/year, net of tax	(5,819)	(5,839)	(0)	(7,370)	(1,186)	NM
Total comprehensive income for the period/year	(102,876)	(3,995)	NM	(103,546)	2,874	NM
Attributable to:						
Owners of the Company	(102,007)	(4,437)	NM	(104,807)	806	NM
Non-controlling interests	(869)	442	NM	1,261	2,068	(39)
Total comprehensive income for the period/year	(102,876)	(3,995)	NM	(103,546)	2,874	NM
Attributable to:						
Owners of the Company						
Total comprehensive income from continuing operations, net of tax	(102,007)	(2,232)	NM	(102,547)	7,991	NM
Total comprehensive income from discontinued operations, net of tax	-	(2,205)	NM	(2,260)	(7,185)	(69)
Total comprehensive income for the period/year attributable to owners of the Company	(102,007)	(4,437)	NM	(104,807)	806	NM

NM – Not meaningful

1(b) (i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

STATEMENT OF FINANCIAL POSITION

	Group		Company	
	As at 30 Jun 2020	As at 31 Dec 2018	As at 30 Jun 2020	As at 31 Dec 2018
	\$'000 (Audited)	\$'000 (Audited)	\$'000 (Audited)	\$'000 (Audited)
ASSETS				
Non-current assets				
Property and equipment	406,085	345,784	177	399
Intangible assets	487,453	489,130	-	-
Investment property	102,012	150,606	-	-
Investment in subsidiaries	-	-	2,218,464	2,294,803
Right-of-use assets	13,001	-	266	-
	1,008,551	985,520	2,218,907	2,295,202
Current assets				
Development property	96,058	142,916	-	-
Inventories	6,151	5,540	-	-
Amounts due from subsidiaries (non-trade)	-	-	394,871	175,314
Trade and other receivables	23,580	22,939	209	529
Cash and short-term deposits	159,975	121,745	95,292	6,141
	285,764	293,140	490,372	181,984
Assets of disposal group classified as held for distribution	-	210,406	-	154,041
	285,764	503,546	490,372	336,025
TOTAL ASSETS	1,294,315	1,489,066	2,709,279	2,631,227
EQUITY AND LIABILITIES				
Current liabilities				
Contract liabilities	3,595	3,410	-	-
Trade and other payables	57,684	40,235	8,657	1,839
Amounts due to the ultimate controlling shareholder	-	9,811	-	9,811
Income tax payable	6,591	8,316	-	-
Interest-bearing loans and borrowings	20	236,636	-	129,569
Lease liabilities	5,605	-	252	-
	73,495	298,408	8,909	141,219
Liabilities directly associated with disposal group classified as held for distribution	-	57,603	-	-
	73,495	356,011	8,909	141,219
Net current assets	212,269	147,535	481,463	194,806
Non-current liabilities				
Deferred tax liabilities	10,298	6,960	-	-
Interest-bearing loans and borrowings	649,241	341,665	398,171	-
Lease liabilities	7,789	-	21	-
Provisions	632	297	-	-
	667,960	348,922	398,192	-
TOTAL LIABILITIES	741,455	704,933	407,101	141,219
NET ASSETS	552,860	784,133	2,302,178	2,490,008
Equity attributable to owners of the Company				
Share capital	2,364,497	2,772,209	2,364,497	2,772,209
Retained earnings/ (accumulated losses)	84,027	(97,499)	(62,319)	(282,201)
Other reserves	(1,970,628)	(1,959,396)	-	-
Reserve of disposal group classified as held for distribution	-	(1,276)	-	-
	477,896	714,038	2,302,178	2,490,008
Non-controlling interests	74,964	70,095	-	-
TOTAL EQUITY	552,860	784,133	2,302,178	2,490,008
TOTAL EQUITY AND LIABILITIES	1,294,315	1,489,066	2,709,279	2,631,227

1(b) (ii) Aggregate amount of the group's borrowings and debt securities.

Group

Amount repayable in one year or less, or on demand:

	As at 30 June 2020		As at 31 December 2018	
	Secured	Unsecured	Secured	Unsecured
	\$'000	\$'000	\$'000	\$'000
Bank Loans	20	-	236,628	-
Obligations under finance lease	-	-	8	-

Amount repayable after one year:

	As at 30 June 2020		As at 31 December 2018	
	Secured	Unsecured	Secured	Unsecured
	\$'000	\$'000	\$'000	\$'000
Bank Loans	251,070	-	341,664	-
Medium Term Notes	-	398,171	-	-
Obligations under finance lease	-	-	1	-

Medium Term Notes ("MTN")

In FY2020, the Company issued \$225,000,000 4.8% Notes and \$175,000,000 4.05% Notes due in 2022 and 2025 respectively under its \$500 million Multicurrency Debt Issuance Programme.

The net proceeds arising from the issuance of the Notes (after deducting issue expenses) were used to refinance the Group's existing borrowings. The interest on the Notes is payable semi-annually and is secured by a charge over an interest service reserve account equivalent to one interest payment on the Notes.

Details of Collateral

The bank loans are secured by a charge over certain shares and assets of the subsidiaries and corporate guarantees provided by the Company and a subsidiary of the Company.

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONSOLIDATED STATEMENT OF CASH FLOWS

	Group		Group	
	6 months ended		18 months ended	12 months ended
	30 Jun 2020 \$'000 (Unaudited)	30 Jun 2019 \$'000 (Unaudited)	30 Jun 2020 \$'000 (Audited)	31 Dec 2018 \$'000 (Audited)
Operating activities				
Profit before tax from continued operations	(94,177)	8,025	(79,519)	22,041
Loss before tax from discontinued operation	-	(2,225)	(2,225)	(10,220)
Profit before tax, total	(94,177)	5,800	(81,744)	11,821
<u>Adjustments for:</u>				
Allowance for expected credit losses on trade debts, net	251	99	491	598
Amortisation of intangible assets	186	251	744	2,662
Amortisation of financing fees on bank loan	642	678	2,060	550
Bad debts written off	(50)	4	-	52
Depreciation of property and equipment, investment property and right-of-use assets	8,901	8,518	25,622	14,836
Finance costs	11,970	11,694	35,985	18,400
Fair value changes on purchase consideration payable	-	25	25	(7,878)
Loss on disposal of other investments	-	-	-	144
Gain on disposal of subsidiaries	-	-	-	(2,505)
Impairment loss on intangible assets	-	-	-	8,267
Impairment loss on development and investment properties	93,415	-	93,415	1,984
Finance income	(1,068)	(1,373)	(3,931)	(3,127)
Loss on disposal of property and equipment	145	16	851	166
Property and equipment written off	7	-	10	371
Provision for allowance for foreseeable losses	-	-	-	545
Share of results of associates from discontinued operation	-	86	86	(1,002)
Transaction costs on corporate exercise	-	-	-	1,494
Grant of equity-settled share options to employees	19	92	159	219
Unrealised exchange loss/ (gain)	45	25	(32)	245
Operating cash flows before changes in working capital	20,286	25,915	73,741	47,842
<u>Changes in working capital:</u>				
Inventories	(275)	125	(617)	(537)
Trade and other receivables and contract assets	1,646	4,054	4,571	(3,881)
Trade and other payables and contract liabilities	(6,749)	523	11,285	4,869
Cash flows from operations	14,908	30,617	88,980	48,293
Interest income received	1,068	1,373	3,931	3,285
Tax paid	(4,652)	(7,717)	(14,314)	(11,074)
Net cash flows from operating activities	11,324	24,273	78,597	40,504
Investing activities				
Acquisition of warrants	-	-	-	(25,000)
Purchase of other investments	-	-	-	(405)
Purchase of intangible assets	(84)	(59)	(418)	(193)
Purchase of property and equipment	(19,058)	(19,607)	(75,427)	(24,139)
Dividend received from associate	-	-	-	2,200
Expenditure on investment property	-	(9)	(835)	(41)
Net cash (outflow)/ inflow on disposal of subsidiaries	-	(24,101)	(24,101)	3,187
Expenses paid in relation to the acquisition of the Healthcare Business	-	-	-	(3,178)
Proceeds from disposal of other investments	-	-	-	275
Proceeds from disposal of property and equipment	171	2	194	10
Net cash flows used in investing activities	(18,971)	(43,774)	(100,587)	(47,284)
Financing activities				
Changes in pledged deposits	(3,586)	121	(5,888)	(1,130)
Dividends paid on ordinary shares	-	(6,610)	(6,610)	-
Dividends paid to non-controlling interests of subsidiaries	(816)	(493)	(1,587)	(1,177)
Share issuance expenses	-	-	-	(160)
Interest paid	(11,970)	(11,693)	(35,986)	(19,211)
Payment of principal portion of lease liabilities	(3,473)	(3,159)	(9,150)	-
Proceeds from exercise of employee share options	-	-	-	29
Proceeds from interest-bearing loans and borrowings	200,643	119	423,990	492,486
Proceeds from exercise of warrants	-	29,455	29,455	102
Proceeds from exercise of warrants issued by a subsidiary	-	1,331	1,331	-
Repayment of interest-bearing loans and borrowings	(122,510)	(7,513)	(354,802)	(105,501)
Decrease in amount due to the ultimate controlling shareholder	(4,811)	(5,000)	(9,811)	(355,250)
Net cash flows generated from/(used in) financing activities	53,477	(3,442)	30,942	10,188
Net (decrease)/ increase in cash and cash equivalents	45,830	(22,943)	8,952	3,408
Cash and cash equivalents at beginning of the period/year	102,024	138,911	138,911	135,541
Effect of exchange rate changes on cash and cash equivalents	(347)	(1,098)	(356)	(38)
Cash and cash equivalents at end of the period/year	147,507	114,870	147,507	138,911

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONSOLIDATED STATEMENT OF CASH FLOWS

	Group		Group	
	6 months ended		18 months ended	12 months ended
	30 Jun 2020 \$'000 (Unaudited)	30 Jun 2019 \$'000 (Unaudited)	30 Jun 2020 \$'000 (Audited)	31 Dec 2018 \$'000 (Audited)
Note:				
<u>Continuing operations</u>				
Cash on hand and at banks	41,008	83,153	41,008	31,687
Short-term deposits	118,967	38,176	118,967	90,058
Cash and cash equivalents from continuing operations	159,975	121,329	159,975	121,745
<u>Discontinued operation</u>				
Cash on hand and at banks	-	-	-	20,787
Short-term deposits	-	-	-	2,959
Cash and cash equivalents from discontinued operation	-	-	-	23,746
Total cash and short-term deposits	159,975	121,329	159,975	145,491
Less: Pledged deposits	(12,468)	(6,459)	(12,468)	(6,580)
Cash and cash equivalents at end of period/year	147,507	114,870	147,507	138,911

1(d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Group

	Attributable to owners of the Company													
	Share capital	(Accumulated losses)/ retained earnings	Merger reserve	Foreign currency translation reserve	Assets revaluation reserve	Warrant reserve	Fair value reserve	Statutory reserve	Capital reserve	Total Other reserves	Reserve of disposal group classified as held for distribution	Total	Non-controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2019	2,772,209	(97,499)	(1,842,369)	(85,867)	-	15,426	-	-	(46,586)	(1,959,396)	(1,276)	714,038	70,095	784,133
(Loss)/ profit for the period	-	(1,667)	-	-	-	-	-	-	-	-	-	(1,667)	2,548	881
<u>Other comprehensive income</u>														
Foreign currency translation	-	-	-	(1,195)	-	-	-	-	-	(1,195)	-	(1,195)	(418)	(1,613)
Net change in fair value of equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	62	-	-	62	-	62	-	62
Other comprehensive income for the period, net of tax	-	-	-	(1,195)	-	-	62	-	-	(1,133)	-	(1,133)	(418)	(1,551)
Total comprehensive income for the period	-	(1,667)	-	(1,195)	-	-	62	-	-	(1,133)	-	(2,800)	2,130	(670)
<u>Contributions by and distributions to owners</u>														
Shares issued on conversion of warrants	29,455	-	-	-	-	-	-	-	-	-	-	29,455	-	29,455
Non-cash distribution to owners of the Company (Note A)	(155,973)	(9,288)	-	10,089	-	-	-	-	-	10,089	1,534	(153,638)	3,163	(150,475)
Capital reduction (Note A)	(281,194)	281,194	-	-	-	-	-	-	-	-	-	-	-	-
Grant of equity-settled share options to employees	-	-	-	-	-	-	-	-	-	-	-	-	140	140
Conversion of warrants in a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	1,331	1,331
Dividends on ordinary shares	-	(6,610)	-	-	-	-	-	-	-	-	-	(6,610)	-	(6,610)
Dividends paid to non-controlling interests of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(773)	(773)
Total contributions by and distributions to owners	(407,712)	265,296	-	10,089	-	-	-	-	-	10,089	1,534	(130,793)	3,861	(126,932)
Total transactions with owners, recorded directly in equity	(407,712)	265,296	-	10,089	-	-	-	-	-	10,089	1,534	(130,793)	3,861	(126,932)
<u>Changes in ownership interests in subsidiaries</u>														
Dilution of equity interests in a subsidiary due to the conversion of warrants	-	-	-	-	-	-	-	-	(542)	(542)	-	(542)	542	-
Total changes in ownership interests in subsidiaries	-	-	-	-	-	-	-	-	(542)	(542)	-	(542)	542	-
<u>Others</u>														
Reserve attributable to disposal group classified as held for distribution	-	-	-	320	-	-	(62)	-	-	258	(258)	-	-	-
Expiry of warrants issued by a subsidiary	-	15,426	-	-	-	(15,426)	-	-	-	(15,426)	-	-	-	-
Total others	-	15,426	-	320	-	(15,426)	(62)	-	-	(15,168)	(258)	-	-	-
At 31 December 2019	2,364,497	181,556	(1,842,369)	(76,653)	-	-	-	-	(47,128)	(1,966,150)	-	579,903	76,628	656,531

Note A: On 31 January 2019, the Company completed the distribution of all its shares in its Real Estate Business held by RSP Holdings Pte Ltd by way of capital reduction amounting to \$156.0 million. On the same date, the Company also completed its further capital reduction to write-off the accumulated losses of the Company amounting to \$281.2 million.

1(d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Group

	Attributable to owners of the Company													
	Share capital	(Accumulated losses)/ retained earnings	Merger reserve	Foreign currency translation reserve	Assets revaluation reserve	Warrant reserve	Fair value reserve	Statutory reserve	Capital reserve	Total Other reserves	Reserve of disposal group classified as held for distribution	Total	Non-controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2020	2,364,497	181,556	(1,842,369)	(76,653)	-	-	-	-	(47,128)	(1,966,150)	-	579,903	76,628	656,531
(Loss)/ profit for the period	-	(97,529)	-	-	-	-	-	-	-	-	-	(97,529)	472	(97,057)
<u>Other comprehensive income</u>														
Foreign currency translation	-	-	-	(4,478)	-	-	-	-	-	(4,478)	-	(4,478)	(1,341)	(5,819)
Other comprehensive income for the period, net of tax	-	-	-	(4,478)	-	-	-	-	-	(4,478)	-	(4,478)	(1,341)	(5,819)
Total comprehensive income for the period	-	(97,529)	-	(4,478)	-	-	-	-	-	(4,478)	-	(102,007)	(869)	(102,876)
<u>Contributions by and distributions to owners</u>														
Grant of equity-settled share options to employees	-	-	-	-	-	-	-	-	-	-	-	-	19	19
Dividends paid to non-controlling interests of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(814)	(814)
Total contributions by and distributions to owners	-	-	-	-	-	-	-	-	-	-	-	-	(795)	(795)
Total transactions with owners, recorded directly in equity	-	-	-	-	-	-	-	-	-	-	-	-	(795)	(795)
At 30 June 2020	2,364,497	84,027	(1,842,369)	(81,131)	-	-	-	-	(47,128)	(1,970,628)	-	477,896	74,964	552,860

1(d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Group

	Attributable to owners of the Company													
	Share capital	(Accumulated losses)/ retained earnings	Merger reserve	Foreign currency translation reserve	Assets revaluation reserve	Warrant reserve	Fair value reserve	Statutory reserve	Capital reserve	Total Other reserves	Reserve of disposal group classified as held for distribution	Total	Non-controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2018 (FRS framework)	788,267	(185,197)	100	(86,390)	89,462	15,426	405	197	2,791	21,991	-	625,061	115,627	740,688
Cumulative effects of adopting SFRS(I) framework	-	85,537	-	-	(89,462)	-	-	-	-	(89,462)	-	(3,925)	-	(3,925)
At 1 January 2018 (SFRS(I) framework)	788,267	(99,660)	100	(86,390)	-	15,426	405	197	2,791	(67,471)	-	621,136	115,627	736,763
Profit for the year	-	2,161	-	-	-	-	-	-	-	-	-	2,161	1,899	4,060
<u>Other comprehensive income</u>														
Foreign currency translation	-	-	-	(477)	-	-	-	-	-	(477)	-	(477)	169	(308)
Net change in fair value of equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	(878)	-	-	(878)	-	(878)	-	(878)
Other comprehensive income for the year, net of tax	-	-	-	(477)	-	-	(878)	-	-	(1,355)	-	(1,355)	169	(1,186)
Total comprehensive income for the year	-	2,161	-	(477)	-	-	(878)	-	-	(1,355)	-	806	2,068	2,874
<u>Contributions by and distributions to owners</u>														
Shares issued for acquisition of a subsidiary	1,984,000	-	-	-	-	-	-	-	-	-	-	1,984,000	-	1,984,000
Shares issued on conversion of warrants	102	-	-	-	-	-	-	-	-	-	-	102	-	102
Share issuance expenses	(160)	-	-	-	-	-	-	-	-	-	-	(160)	-	(160)
Grant of equity-settled share options to employees	-	-	-	-	-	-	-	-	-	-	-	-	219	219
Acquisition of subsidiary under common control	-	-	(1,842,469)	-	-	-	-	-	-	(1,842,469)	-	(1,842,469)	-	(1,842,469)
Dividends paid to non-controlling interests of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(1,177)	(1,177)
Total contributions by and distributions to owners	1,983,942	-	(1,842,469)	-	-	-	-	-	-	(1,842,469)	-	141,473	(958)	140,515
<u>Changes in ownership interests in subsidiaries</u>														
Acquisition of non-controlling interests without a change in control	-	-	-	-	-	-	-	-	(49,377)	(49,377)	-	(49,377)	(44,824)	(94,201)
Dilution of equity interests in a subsidiary due to the exercise of employee share options	-	-	-	-	-	-	-	-	-	-	-	-	29	29
Disposal of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	(1,847)	(1,847)
Total changes in ownership interests in subsidiaries	-	-	-	-	-	-	-	-	(49,377)	(49,377)	-	(49,377)	(46,642)	(96,019)
Total transactions with owners, recorded directly in equity	1,983,942	-	(1,842,469)	-	-	-	-	-	(49,377)	(1,891,846)	-	92,096	(47,600)	44,496
<u>Others</u>														
Reserve attributable to disposal group classified as held for distribution	-	-	-	1,000	-	-	473	(197)	-	1,276	(1,276)	-	-	-
Total others	-	-	-	1,000	-	-	473	(197)	-	1,276	(1,276)	-	-	-
At 31 December 2018	2,772,209	(97,499)	(1,842,369)	(85,867)	-	15,426	-	-	(46,586)	(1,959,396)	(1,276)	714,038	70,095	784,133

1(d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Group

	Attributable to owners of the Company													
	Share capital	(Accumulated losses)/ retained earnings	Merger reserve	Foreign currency translation reserve	Assets revaluation reserve	Warrant reserve	Fair value reserve	Statutory reserve	Capital reserve	Total Other reserves	Reserve of disposal group classified as held for distribution	Total	Non-controlling interests	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
At 1 January 2019	2,772,209	(97,499)	(1,842,369)	(85,867)	-	15,426	-	-	(46,586)	(1,959,396)	(1,276)	714,038	70,095	784,133
Loss for the period	-	240	-	-	-	-	-	-	-	-	-	240	1,604	1,844
<u>Other comprehensive income</u>														
Foreign currency translation	-	-	-	(4,737)	-	-	-	-	-	(4,737)	-	(4,737)	(1,164)	(5,901)
Net change in fair value of equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	62	-	-	62	-	62	-	62
Other comprehensive income for the period, net of tax	-	-	-	(4,737)	-	-	62	-	-	(4,675)	-	(4,675)	(1,164)	(5,839)
Total comprehensive income for the period	-	240	-	(4,737)	-	-	62	-	-	(4,675)	-	(4,435)	440	(3,995)
<u>Contributions by and distributions to owners</u>														
Shares issued on conversion of warrants	29,455	-	-	-	-	-	-	-	-	-	-	29,455	-	29,455
Non-cash distribution to owners of the Company (Note A)	(155,973)	(9,288)	-	10,089	-	-	-	-	-	10,089	1,534	(153,638)	3,163	(150,475)
Capital reduction (Note A)	(281,194)	281,194	-	-	-	-	-	-	-	-	-	-	-	-
Grant of equity-settled share options to employees	-	-	-	-	-	-	-	-	-	-	-	-	92	92
Exercise of employee share options	-	-	-	-	-	-	-	-	-	-	-	-	1,331	1,331
Dividends on ordinary shares	-	(6,610)	-	-	-	-	-	-	-	-	-	(6,610)	-	(6,610)
Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	(493)	(493)
Total contributions by and distributions to owners	(407,712)	265,296	-	10,089	-	-	-	-	-	10,089	1,534	(130,793)	4,093	(126,700)
<u>Changes in ownership interests in subsidiaries</u>														
Dilution of equity interests in a subsidiary due to the exercise of employee share options	-	-	-	-	-	-	-	-	(542)	(542)	-	(542)	542	-
Total changes in ownership interests in subsidiaries	-	-	-	-	-	-	-	-	(542)	(542)	-	(542)	542	-
Total transactions with owners, recorded directly in equity	(407,712)	265,296	-	10,089	-	-	-	-	(542)	9,547	1,534	(131,335)	4,635	(126,700)
<u>Others</u>														
Reserve attributable to disposal group classified as held for distribution	-	-	-	320	-	-	(62)	-	-	258	(258)	-	-	-
Expiry of warrants issued by a subsidiary	-	15,426	-	-	-	(15,426)	-	-	-	(15,426)	-	-	-	-
Total others	-	15,426	-	320	-	(15,426)	(62)	-	-	(15,168)	(258)	-	-	-
At 30 June 2019	2,364,497	183,463	(1,842,369)	(80,195)	-	-	-	-	(47,128)	(1,969,692)	-	578,268	75,170	653,438

Note A: On 31 January 2019, the Company completed the distribution of all its shares in its Real Estate Business held by RSP Holdings Pte Ltd by way of capital reduction amounting to \$156.0 million. On the same date, the Company also completed its further capital reduction to write-off the accumulated losses of the Company amounting to \$281.2 million.

STATEMENT OF CHANGES IN EQUITY

Company

	Share capital	(Accumulated losses)/ retained earnings	Total equity
	\$'000	\$'000	\$'000
At 1 January 2019	2,772,209	(282,201)	2,490,008
Profit for the period, representing total comprehensive income for the period	-	19,072	19,072
<u>Contributions by and distributions to owners</u>			
Shares issued on conversion of warrants	29,455	-	29,455
Non-cash distribution to owners of the Company	(155,973)	(740)	(156,713)
Capital reduction	(281,194)	281,194	-
Dividends on ordinary shares	-	(6,610)	(6,610)
Total transactions with owners in their capacity as owners	(407,712)	273,844	(133,868)
At 31 December 2019 and 1 January 2020	2,364,497	10,715	2,375,212
Loss for the period, representing total comprehensive income for the period	-	(73,034)	(73,034)
At 30 June 2020	2,364,497	(62,319)	2,302,178
At 1 January 2018	788,267	(419,572)	368,695
Loss for the year, representing total comprehensive income for the year	-	(38,970)	(38,970)
<u>Contributions by and distributions to owners</u>			
Shares issued for acquisition of a subsidiary	1,984,000	-	1,984,000
Shares issued on conversion of warrants	102	-	102
Share issuance expenses	(160)	-	(160)
Gain from novation of shareholder's loans	-	176,341	176,341
Total transactions with owners in their capacity as owners	1,983,942	176,341	2,160,283
At 31 December 2018	2,772,209	(282,201)	2,490,008

- 1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issues, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

	30 Jun 2020		31 Dec 2018	
	No. of issued shares	Amount \$'000	No. of issued shares	Amount \$'000
At the beginning of the period	26,072,880,745	2,772,209	4,738,417,411	788,267
Issued for acquisition of a subsidiary	-	-	21,333,333,334	1,984,000
Share issuance expenses	-	-	-	(160)
Conversion of warrants	368,136,062	29,455	1,130,000	102
Non-cash distribution to owners of the Company	-	(155,973)	-	-
Capital reduction	-	(281,194)	-	-
At the end of the period	26,441,016,807	2,364,497	26,072,880,745	2,772,209

- 1(d) (iii) To show the total number of issued shares excluding treasury shares as at the end of current financial period and as at end of the immediately preceding year.

	As at 30 Jun 2020	As at 31 Dec 2018
Number of issued shares	26,441,016,807	26,072,880,745
Number of treasury shares	Nil	Nil

- 1(d) (iv) A statement showing all sales, transfers, disposals, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

There was no sale, transfer, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

- 1(d) (v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

There was no sale, transfer, disposal, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

2. Where the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The consolidated income statements of the Group for the financial period ended 30 June 2020 and statement of financial position of the Group and Company as at 30 June 2020 have been audited in accordance with Singapore Standards on Auditing.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

As attached.

4. **Whether the same accounting policies and methods of computation as in the issuer’s most recently audited annual financial statements have been applied.**

Accounting policies and methods of computation used in the consolidated financial statements for the financial period ended 30 June 2020 are consistent with those applied in the financial statements for the year ended 31 December 2018, except for the adoption of new accounting standards (including its consequential amendments) and interpretations applicable for the financial period beginning 1 January 2019 as disclosed in item 5 below.

5. **If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

The adoption of new and revised accounting standards did not have substantial effect on the financial performance and position of the Group except for the adoption of Singapore Financial Reporting Standards (International) (SFRS(I)) 16 Leases which took effect on 1 January 2019. The Group adopted SFRS(I) 16 using the modified retrospective approach and have applied the practical expedient to (i) recognise the amount of right-of-use assets equal to the lease liabilities, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position immediately before 1 January 2019, and (ii) accounting for leases expiring within 12 months from 1 January 2019 as short term leases.

6. **Earnings per ordinary share (“EPS”) of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends :-**

EPS based on net profit attributable to shareholders of the Company (cents):				
	6 months ended		18 months ended	
	30 Jun 2020	30 Jun 2019	30 Jun 2020	31 Dec 2018
(a) Basic*	(0.369)	0.001	(0.376)	0.008
(b) Diluted**	(0.369)	0.001	(0.376)	0.008
<u>Continuing operations</u>				
(a) Basic*	(0.369)	0.009	(0.368)	0.042
(b) Diluted**	(0.369)	0.009	(0.368)	0.041
Weighted average number of ordinary shares on issue as at the end of the period	26,441,016,807	26,262,661,161	26,381,999,674	26,072,423,046
Weighted average number of ordinary shares on issue after adjusting for effects of dilutive warrants as at the end of the period	26,441,016,807	26,262,661,161	26,381,999,674	26,262,541,238

* Based on weighted average number of fully paid shares in issue

** The diluted earnings per share is the same as the basic earnings per share as there were no dilutive potential ordinary shares

7. **Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:-**

- (a) current financial period reported on; and
(b) immediately preceding financial year.

	As at	
	30 June 2020	31 Dec 2018
Net asset value per ordinary share of		
Group (cents)	2.09	3.01
Company (cents)	8.71	9.55

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-**

**(a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

REVIEW OF THE GROUP'S PERFORMANCE

6M2020 compared with 6M2019

Continuing operations

The Group's revenue decreased by 12.3% to \$98.0 million for the period ended 30 June 2020 (6M2020) compared to the same period last year of \$111.7 million. The decrease was mainly attributable to the decrease in overall patient loads as a result of weaker contributions from the specialist segment in Singapore and the hospital and fertility operations in Malaysia. The weaker contributions mainly due to various restrictions imposed by the government to contain the COVID-19 transmission. As a result, during the restriction period, several of the services and satellite clinics in Singapore were closed while others were operating under significantly restricted conditions. Over in Malaysia, the restriction has impacted the patient loads at the hospital and fertility operations as well.

The Group's Adjusted EBITDA decreased by 32.1% from \$23.9 million to \$16.2 million during the 6M2020. The decrease was mainly due to lower revenue recorded during the period.

Other operating expenses were higher at \$123.7 million during the 6M2020. The increase mainly due to the one-off non-cash impairment of \$93.4 million recorded on the 9.23 ha freehold land located within the Iskandar Development Region in Johor Bahru, Malaysia. The impairment was driven in part by the political uncertainty in Malaysia and the weak property market in recent years exacerbated by the COVID-19 pandemic.

Depreciation increased by \$0.7 million from \$8.4 million in 6M2019 to \$9.1 million in 6M2020 mainly due to depreciation charged on new medical equipment purchased and renovation costs incurred for new clinics and on the multi-specialty medical centre at Paragon Medical Centre during the 6M2020.

Net finance costs were higher by \$0.5 million mainly due to additional loans drawn to support the Group's working capital for liquidity management during the COVID pandemic and to finance the construction of the expansion works at Thomson Hospital Kota Damansara.

Income tax expense was lower mainly due to lower taxable profits.

As a result of the above, the Group recorded a net loss after tax of \$97.1 million in 6M2020.

Discontinued operation

The Real Estate business has been spun off via a distribution in specie by way of capital reduction in January 2019.

18M2020 compared with 12M2018

Due to the change of the financial year from December to June, the Group's results for the period under review covered an 18-month period from 1 January 2019 to 30 June 2020.

The performance review of the Group's results for the first 12-month from 1 January 2019 to 31 December 2019 have been announced in the 4Q 2019. For the performance review of the Group for the remaining 6-month period ended 30 June 2020, please refer to the discussion above.

REVIEW OF STATEMENT OF FINANCIAL POSITION

Total assets of the Group of \$1.3 billion as at 30 June 2020 were lower compared to \$1.5 billion as at 31 December 2018. The decrease was mainly due to the distribution of the Real Estate Business assets of \$210.4 million and an impairment loss of \$93.4 million provided for the 9.23 ha freehold land located within the Iskandar Development Region in Johor Bahru, Malaysia, partially offset by the addition of property and equipment, recognition of right-of-use assets as a result of SFRS(I) 16 and increase in cash and bank balances from the additional loan drawn for liquidity management during the COVID pandemic.

Total liabilities of the Group of \$741.5 million as at 30 June 2020 were higher compared to \$704.9 million as at 31 December 2018. The increase was mainly due to the recognition of lease liabilities as a result of SFRS(I) 16 and an increase in borrowing for the Group's working capital for liquidity management during the COVID pandemic and to finance the construction of the expansion works at Thomson Hospital Kota Damansara, offset by the derecognition of liabilities following the completion of the distribution of the Real Estate Business and repayments of shareholder loan.

The share capital of the Company was \$2.4 billion as at 30 June 2020 compared to \$2.8 billion as at 31 December 2018. The decrease was mainly due to the completion of the distribution in specie of the Real Estate business by way of capital reduction amounting to \$156.0 million and further capital reduction to write-off the accumulated losses of the Company amounting to \$281.2 million. The decrease was partially offset by the increase in the new shares issued amounting to \$29.5 million arose from the conversion of warrants which was expired on 24 April 2019.

REVIEW OF STATEMENT OF CASH FLOWS

6M2020

The Group recorded a net increase in cash and cash equivalents during the 6-month ended 30 June of \$45.8 million. The net increase was mainly due to the net cash inflow from operating activities of \$11.3 million and net increase in financing activities of \$53.5 million due to additional loans drawn to support the Group's working capital for liquidity management during the COVID pandemic and to finance the expansion works at Thomson Hospital Kota Damansara offset by the cash outflow of \$19.0 million for new additions of property and equipment.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

Not applicable.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

The impact of the COVID-19 pandemic on businesses globally has been very adverse and without parallel in recent memory. The negative impact on the economy and financial markets will continue to be felt in the months ahead and adds to the uncertainty of the business environment that the Group operates in.

The Group will remain focused on its long-term strategy to grow its business. We will continue to make adjustments to our operations at the Paragon Nodal Centre in view of the Covid-19 pandemic and continue to expand our clinics network in Singapore to better service the women and children's health and wellness segment. The expansion works of the new wing at Thomson Hospital Kota Damansara has resumed following the easing of the Movement Control Order in Malaysia and is on track for completion in the next financial year.

With the gradual easing of restrictions in Singapore and Malaysia from June onwards, the Group has resumed operations of healthcare services that were previously closed or operating under restricted conditions and has observed a gradual recovery of patient volumes. Barring another wave of community infections which might bring about new public health measures or any other unforeseen circumstances, the Group remains cautious in the outlook of its performance in FY2021.

11. Dividend.

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

No.

(b) Corresponding Period of the immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

Yes.

Name of Dividend	Final Tax Exempt Dividend
Dividend Type	Cash
Dividend Amount per Share (in cents)	0.025 cent per ordinary share
Tax rate	Tax-exempt one-tier

(c) Date payable

Not applicable.

(d) Books closure date

Not applicable.

12. If no dividend has been declared/recommended, a statement to that effect.

No dividend has been declared or recommended for the current financial period in view that the Company was loss making.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Company did not obtain a general mandate from shareholders for IPTs.

14. Update on use of exercise proceeds from Warrants Issue.

The proceeds from the Bonus Warrants have not been utilised as of 30 June 2020. The Company will make periodic announcements on the material disbursement of any proceeds arising from the exercise of the Bonus Warrants as and when such proceeds are materially disbursed.

15. **Segment revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year**

Business Segments

	Hospital services	Specialised services	Investment holdings	Discontinued operation	Inter-segment eliminations	Notes	Total
	\$'000	\$'000	\$'000	\$'000	\$'000		\$'000
30 Jun 2020							
Revenue:							
External customers	208,224	119,136	438	7,036	(7,036)	A	327,798
Inter-segment revenue	14	3,031	38	-	(3,083)	B	-
Total revenue	208,238	122,167	476	7,036	(10,119)		327,798
Results:							
Finance income	2,398	314	1,219	12	(12)	A	3,931
Finance costs	33	796	37,216	72	(72)	A	38,045
Depreciation and amortisation	14,058	10,841	1,140	327	(327)	A	26,039
Impairment loss on non-financial assets	-	-	93,415	-	-	A	93,415
Share of results of associates	-	-	-	(86)	86	A	-
Segment profit/(loss) before tax	54,006	2,750	(136,275)	(2,225)	2,225	A	(79,519)
Assets:							
Additions to non-current assets	75,005	17,613	858	-	-	C	93,476
Segment assets	952,549	41,064	300,702	-	-	B	1,294,315
Liabilities:							
Segment liabilities	76,111	33,091	632,253	-	-		741,455
31 Dec 2018							
Revenue:							
External customers	134,073	81,396	141	95,960	(95,960)	A	215,610
Inter-segment revenue	19	2,356	26	-	(2,401)	B	-
Total revenue	134,092	83,752	167	95,960	(98,361)		215,610
Results:							
Finance income	314	220	2,497	96	(96)	A	3,031
Finance costs	1	29	18,143	777	(777)	A	18,173
Depreciation and amortisation	9,467	1,626	435	5,970	(5,970)	A	11,528
Impairment loss on non-financial assets	-	-	1,984	8,267	(8,267)	A	1,984
Share of results of associates	-	-	-	1,002	(1,002)	A	-
Segment profit/(loss) before tax	33,761	9,952	(21,672)	(10,220)	10,220	A	22,041
Assets:							
Investment in associates	-	-	-	24,916	(24,916)	A	-
Additions to non-current assets	18,770	1,760	407	6,013	-	B	26,950
Segment assets	880,619	29,325	368,698	210,406	18	B	1,489,066
Liabilities:							
Segment liabilities	40,701	16,248	590,381	57,603	-		704,933

A Discontinued operation relates to the real estate business which has been excluded to arrive at amounts shown in profit or loss.

B Inter-segment revenues and assets are eliminated on consolidation.

C Additions to non-current assets consist of additions of property, plant and equipment, intangible assets and investment property.

Geographical Segments

	Revenue		Non-current assets*	
	30 Jun 2020	31 Dec 2018	30 Jun 2020	31 Dec 2018
	S\$'000	S\$'000	S\$'000	S\$'000
Singapore	233,139	196,536	597,416	664,639
Malaysia	94,659	61,221	411,135	394,023
United Kingdom	-	16,084	-	38,088
China	-	13,726	-	286
Middle East	-	20,681	-	120
Others	-	3,322	-	71
Discontinued operation	-	(95,960)	-	(111,707)
	327,798	215,610	1,008,551	985,520

*Non-current assets information presented above consist of property and equipment, intangible assets, investment property and right-of-use assets as presented in the statement of financial position.

16. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments

Please refer to item 8.

17. A breakdown of sales

	Group		
	30 Jun 2020	31 Dec 2018	Change
	\$'000	\$'000	%
(a) Sales reported for first 6 months	111,668	105,501	NM
(b) Operating profit after tax before deducting non-controlling interests reported for first 6 months	4,104	6,869	NM
(c) Sales reported for second 6 months	118,150	110,109	NM
(d) Operating profit after tax before deducting non-controlling interests reported for second 6 months	(963)	7,831	NM
(e) Sales reported for third 6 months	97,980	-	NM
(f) Operating profit after tax before deducting non-controlling interests reported for third half year	(97,057)	-	NM

18. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

	30 Jun 2020	31 Dec 2018
	\$'000	\$'000
Ordinary	-	6,518
Total	-	6,518

- 19. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(11) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.**

Pursuant to Rule 704(13) of the Listing Manual of the Singapore Exchange Securities Trading Limited, Thomson Medical Group Ltd. (the "Company") confirms that there is no person occupying a managerial position in the Company or in any of its principal subsidiaries who is a relative of a director, chief executive officer or substantial shareholder of the Company.

- 20. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in appendix 7.7) under Rule 720(1).**

The Company confirms that it has procured undertakings from all its directors and executive officers in the format set out in Appendix 7.7 under Rule 720(1) of the Listing Manual.

BY ORDER OF THE BOARD

Dr Wong Chiang Yin
Executive Director and Group Chief Executive Officer

27 August 2020