

OTHER SCHEME OF ARRANGEMENT::NOTICE OF COURT HEARING DATE TO CONVENE THE SCHEME MEETING

Issuer & Securities

Issuer/ Manager

SINGAPORE PAINCARE HOLDINGS LIMITED

Securities

SINGAPORE PAINCARE HOLDINGS LIMITED - SGXE51400773 - FRQ

Stapled Security

No

Announcement Details

Announcement Title

Other Scheme of Arrangement

Date & Time of Broadcast

30-Jul-2025 18:50:13

Status

New

Announcement Sub Title

NOTICE OF COURT HEARING DATE TO CONVENE THE SCHEME MEETING

Announcement Reference

SG250730OTHROBWW

Submitted By (Co./ Ind. Name)

Dr. Lee Mun Kam Bernard

Designation

Executive Chairman and Chief Executive Officer

Description (Please provide a detailed description of the event in the box below-Refer to the Online help for the format)

PROPOSED ACQUISITION BY ADVANCE BRIDGE HEALTHCARE PTE. LTD. OF ALL THE ISSUED ORDINARY SHARES IN THE CAPITAL OF SINGAPORE PAINCARE HOLDINGS LIMITED (OTHER THAN TREASURY SHARES AND THE ROLLOVER SHARES) BY WAY OF A SCHEME OF ARRANGEMENT

NOTICE OF COURT HEARING DATE TO CONVENE THE SCHEME MEETING

Please refer to the attachment.

This announcement has been reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr. Pong Chen Yih, Chief Operating Officer, at 7 Temasek Boulevard, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.

Attachments

[Notice of Hearing Date to Convene Scheme Meeting.pdf](#)

Total size =633K MB

SINGAPORE PAINCARE HOLDINGS LIMITED

(Company Registration No.: 201843233N)

(Incorporated in the Republic of Singapore)

**PROPOSED ACQUISITION BY ADVANCE BRIDGE HEALTHCARE PTE. LTD. OF ALL THE
ISSUED ORDINARY SHARES IN THE CAPITAL OF SINGAPORE PAINCARE HOLDINGS
LIMITED (OTHER THAN TREASURY SHARES AND THE ROLLOVER SHARES) BY WAY OF A
SCHEME OF ARRANGEMENT**

NOTICE OF COURT HEARING DATE TO CONVENE THE SCHEME MEETING

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Singapore Paincare Holdings Limited (the “**Company**”) refers to the following announcements:

- (a) the joint announcement dated 28 May 2025 (the “**Joint Announcement**”) issued by the Company and Advance Bridge Healthcare Pte. Ltd. (the “**Offeror**”), in relation to the proposed acquisition (the “**Acquisition**”) of all the issued and fully paid-up ordinary shares in the capital of the Company (excluding treasury shares), other than the Rollover Shares (as defined therein) (“**Scheme Shares**”), by the Offeror 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 (“**Code**”);
 - (b) the joint announcement dated 10 June 2025 made by the Company and the Offeror in relation to the Scheme consideration of S\$0.16 in cash for each Scheme Share being final, save that the Offeror reserves the right to increase the Scheme Consideration in accordance with the Code if a competitive situation arises; and
 - (c) the announcement dated 15 July 2025 made by the Company in relation to the application for extension of time or waivers in respect of Catalist Rules 705(1), 707(1) and 711A,
- (collectively known as the “**Announcements**”).

Unless otherwise defined, all capitalised terms used in this announcement shall have the respective meanings given to them in the Announcements.

2. NOTICE OF COURT HEARING DATE TO CONVENE THE SCHEME MEETING

- 2.1 As stated in the Joint Announcement, the Scheme is required to be approved by the Scheme Shareholders at a Scheme Meeting to be convened by the Company.
- 2.2 Leave of the High Court of the Republic of Singapore (the “**Court**”) is required to convene the Scheme Meeting. In this regard, the Company wishes to announce that an application in HC/OA 787/2025 (the “**Application**”) has been filed with the Court for leave to convene the Scheme Meeting in the manner set out in the Application or such other manner as the Court deems fit.

2.3 The Court has directed that the Application be fixed for hearing at 2.30 p.m. on 12 August 2025¹.

3. DOCUMENTS FOR INSPECTION

A copy of the Application will be made available for inspection during normal business hours at the registered office of the Company from the date of this announcement up until 12 August 2025.

Further information on the Scheme (including the expected timeline for the Scheme) will be set out in the Scheme Document to be issued by the Company to the Scheme Shareholders in due course.

4. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement which relate to the Company are fair and accurate and that, where appropriate, there are no other material facts omitted from this announcement, the omission of which would make any statement in this announcement misleading, and 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 that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement in its proper form and context. The directors of the Company do not accept any responsibility for any information relating to the Offeror and/or the Offeror's Concert Parties or any opinion expressed by the Offeror and/or the Offeror's Concert Parties.

BY ORDER OF THE BOARD
Singapore Pincare Holdings Limited

Dr. Lee Mun Kam Bernard
Executive Chairman and Chief Executive Officer
30 July 2025

¹ The Court has further directed that: (i) any reply affidavit is to be filed and served by 4.00 p.m. on 4 August 2025, Monday; (ii) written submissions and bundles of authorities are to be filed and served by no later than 4.00 p.m. on 6 August 2025, Wednesday, and hard copies of the same are to be tendered to Court by 4.00 p.m. on 6 August 2025, Wednesday; and (iii) all hard copies to be printed double-sided and tabbed and spine bundles to be labelled.

This announcement has been reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr. Pong Chen Yih, Chief Operating Officer, at 7 Temasek Boulevard, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.