

OTHER SCHEME OF ARRANGEMENT::NON-FULFILMENT OF A CONDITION OF THE EXTENSION OF TIME AND WAIVERS

Issuer & Securities

Issuer/ Manager

SINGAPORE PAINCARE HOLDINGS LIMITED

Securities

SINGAPORE PAINCARE HOLDINGS LIMITED - SGXE51400773 - FRQ

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No

Announcement Details

Announcement Title

Other Scheme of Arrangement

Date & Time of Broadcast

28-Aug-2025 17:24:19

Status

New

Announcement Sub Title

NON-FULFILMENT OF A CONDITION OF THE EXTENSION OF TIME AND WAIVERS

Announcement Reference

SG250828OTHR2QC

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)

NON-FULFILMENT OF A CONDITION OF THE EXTENSION OF TIME AND WAIVERS SOUGHT IN RESPECT OF RULES 705(1), 707(1) AND 711A OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL SECTION B: RULES OF CATALIST

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

[Non fulfilment of conditions of EOT and Waiver.pdf](#)

Total size = 148K MB

SINGAPORE PAINCARE HOLDINGS LIMITED

(Company Registration No.: 201843233N)

(Incorporated in the Republic of Singapore)

**NON-FULFILMENT OF A CONDITION OF THE EXTENSION OF TIME
AND WAIVERS SOUGHT IN RESPECT OF RULES 705(1), 707(1) AND 711A
OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED
LISTING MANUAL SECTION B: RULES OF CATALIST**

1. INTRODUCTION

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

- (i) 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;
- (ii) the announcement dated 12 August 2025 made by the Company in relation to the court granting leave to the Company to convene the meeting(s) of the Scheme Shareholders to consider, and if thought fit, approving the Scheme (“**Scheme Meeting**”) and containing further orders in relation to the conduct of the Scheme Meeting;
- (iii) the announcement dated 20 August 2025 made by the Company in relation to the receipt of grant of Extension of Time or Waivers;
- (iv) the joint announcement dated 25 August 2025 (“**Clarification Announcement**”) made by the Company and the Offeror in relation to the clarification on a WhatsApp message sent to Scheme Shareholders who or which are contactable via WhatsApp; and
- (v) the announcement dated 27 August 2025 made by the Company in relation to the adjournment of the Scheme Meeting to be convened on 28 August 2025 at 2.00 p.m. to a later date to be determined (“**Adjourned Scheme Meeting**”),

(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. GRANT OF EXTENSION OF TIME OR WAIVERS FROM COMPLIANCE WITH RULES 705(1), 707(1), AND 711A OF THE CATALIST RULES

As announced on 20 August 2025, SGX RegCo had on 19 August 2025 advised that it has no objections to the grant of the EOT and the Waivers, subject to, among others, the Scheme Meeting being held before 29 August 2025 (the “**Scheme Meeting Condition**”).

3. **NON-FULFILMENT OF CONDITION**

The Company had on 27 August 2025, informed Shareholders of the Adjourned Scheme Meeting to a later date to be determined. Accordingly, the Company would not be able to fulfil the Scheme Meeting Condition.

The Company is communicating with SGX RegCo on this matter and will keep shareholders apprised of any material developments.

BY ORDER OF THE BOARD
Singapore Paincare Holdings Limited

Dr. Lee Mun Kam Bernard
Executive Chairman and Chief Executive Officer
28 August 2025

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