

TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS): NON RELATED PARTY TRANSACTIONS PROPOSED ACQUISITION OF SUBSIDIARIES BY MEDI-RAD ASSOCIATES LTD

IHH HEALTHCARE BERHAD

Type	Announcement
Subject	TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS)
	NON RELATED PARTY TRANSACTIONS
Description	PROPOSED ACQUISITION OF SUBSIDIARIES BY MEDI-RAD ASSOCIATES LTD

Pursuant to Paragraph 10.05(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Board of Directors of IHH Healthcare Berhad ("**IHH**" or the "**Company**") is pleased to announce that Medi-Rad Associates Ltd ("**Medi-Rad**"), an indirect wholly-owned subsidiary of IHH, had on 12 September 2014 entered into a Sale and Purchase Agreement ("**SPA**") with Fortis Healthcare Singapore Pte. Limited ("**Fortis Healthcare Singapore**") to acquire 100% equity interest in Radlink-Asia Pte Ltd ("**Radlink**") comprising of 29,382,081 ordinary shares at a purchase consideration of SGD137,000,000 (equivalent to RM346,527,800*) ("**Proposed Acquisition**").

Further details of the Proposed Acquisition are as per file attached.

Attachments

[Announcement \(Acquisition of subsidiary-Radlink\) - SPA \(12.09.2014\).pdf](#)
303 KB

Announcement Info

Company Name	IHH HEALTHCARE BERHAD
Stock Name	IHH
Date Announced	12 Sept 2014
Category	General Announcement
Reference No	IH-140904-54800



IHH Healthcare Berhad

Company No. 901914-V
(Incorporated in Malaysia)

PROPOSED ACQUISITION OF SUBSIDIARIES BY MEDI-RAD ASSOCIATES LTD

Pursuant to Paragraph 10.05(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Board of Directors of IHH Healthcare Berhad ("**IHH**" or the "**Company**") is pleased to announce that Medi-Rad Associates Ltd ("**Medi-Rad**"), an indirect wholly-owned subsidiary of IHH, had on 12 September 2014 entered into a Sale and Purchase Agreement ("**SPA**") with Fortis Healthcare Singapore Pte. Limited ("**Fortis Healthcare Singapore**") to acquire 100% equity interest in Radlink-Asia Pte Ltd ("**Radlink**") comprising of 29,382,081 ordinary shares at a purchase consideration of SGD137,000,000 (equivalent to RM346,527,800*) ("**Proposed Acquisition**"). The purchase consideration is subject to transactional adjustments which will only be determined upon completion of the Proposed Acquisition.

Under the terms of the SPA, the completion of the Proposed Acquisition is subject to satisfaction of certain conditions precedent, which includes the Competition Commission of Singapore making a favourable decision in respect of the Proposed Acquisition.

Upon completion of the Proposed Acquisition, Radlink, its subsidiaries and associate company as listed in Appendix I below will be consolidated as subsidiaries and associate of IHH. Radlink, its subsidiaries and associate company are collectively referred as "**Radlink Group**".

Background information of Radlink

Radlink was incorporated in Singapore as a private company limited by shares under the Companies Act, Chapter 50 of Singapore on 13 December 1999. The issued and paid-up capital of Radlink is SGD18,307,904.36. Radlink is an investment holding company and its principal activity (through its subsidiaries) is the provision of healthcare services including the provision of outpatient diagnostic and molecular imaging services in Singapore.

Background information of Fortis Healthcare Singapore

Fortis Healthcare Singapore was incorporated in Singapore as a private company limited by shares under the Companies Act, Chapter 50 of Singapore on 16 February 2011. Fortis Healthcare Singapore is an investment holding company and its principal activity is the ownership, operation and management of a hospital.

Financial Effects

The Proposed Acquisition will not have any effect on the issued and paid-up share capital and substantial shareholders' shareholdings of IHH.

The Proposed Acquisition is not expected to have any material effect on the earnings or net assets of the IHH Group for the current financial year ending 31 December 2014.

Directors and Major Shareholders' Interest

None of the Directors and major shareholders of IHH and persons connected to them has any interest, direct or indirect, in the Proposed Acquisition.

* Based on the exchange rate of SGD1.00 : RM2.5294 on 12 September 2014 as set out in the Bank Negara Malaysia website.

Radlink Group

No	Name of Subsidiary/Associate	Percentage of Equity Held (%)
1.	Radlink Medicare Pte. Ltd.	100
2.	Drs Thompson & Thomson (Radlink Medicare) Pte. Ltd.	85
3.	Radlink Medicare (Bishan) Pte. Ltd.	70
4.	Radlink Medicare (Woodlands) Pte. Ltd.	70
5.	Radlink Medicare (Tampines) Pte. Ltd.	100
6.	Radlink Medicare (Jurong East) Pte. Ltd.	100
7.	Clinic 1886 Pte. Ltd.	100
8.	Radlink Diagnostic Imaging (S) Pte. Ltd.	100
9.	Drs Lim Hoe & Wong Radiology Pte. Ltd.	100
10.	Healthcare Diagnostic Services Pte. Ltd.	100
11.	Radlink Women & Fetal Imaging Pte. Ltd.	100
12.	Radlink PET and Cardiac Imaging Centre Pte. Ltd	100
13.	Singapore Radiopharmaceuticals Pte. Ltd.	100
14.	Singapore Molecular Therapy Centre Pte. Ltd.	100
15.	Healthcare Clinic & Surgery Pte. Ltd.	100
16.	Town Hall Clinic Pte. Ltd.	30