

TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS) : NON RELATED PARTY TRANSACTIONS
PROPOSED DISPOSAL OF THE ENTIRE ISSUED ORDINARY SHARE CAPITAL OF IMU HEALTH SDN. BHD. ("IMUH") BY IHH TO INBOUND EDUCATION HOLDINGS SDN. BHD. WHICH IS ESTABLISHED BY A CONSORTIUM LED BY THE RISE FUND (MULTI-SECTOR GLOBAL IMPACT INVESTING PLATFORM OF TPG) AND THE HONG LEONG GROUP, AND PROPOSED DISPOSAL OF THE ENTIRE ISSUED SHARE CAPITAL OF IMU OMEGA SDN. BHD. BY IMUH TO COLUMBIA ASIA SDN. BHD. FOR A CASH CONSIDERATION TO BE DETERMINED BASED ON A TOTAL ENTERPRISE VALUE OF RM1,345 MILLION

IHH HEALTHCARE BERHAD

Type	Announcement
Subject	TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS) NON RELATED PARTY TRANSACTIONS
Description	PROPOSED DISPOSAL OF THE ENTIRE ISSUED ORDINARY SHARE CAPITAL OF IMU HEALTH SDN. BHD. ("IMUH") BY IHH TO INBOUND EDUCATION HOLDINGS SDN. BHD. WHICH IS ESTABLISHED BY A CONSORTIUM LED BY THE RISE FUND (MULTI-SECTOR GLOBAL IMPACT INVESTING PLATFORM OF TPG) AND THE HONG LEONG GROUP, AND PROPOSED DISPOSAL OF THE ENTIRE ISSUED SHARE CAPITAL OF IMU OMEGA SDN. BHD. BY IMUH TO COLUMBIA ASIA SDN. BHD. FOR A CASH CONSIDERATION TO BE DETERMINED BASED ON A TOTAL ENTERPRISE VALUE OF RM1,345 MILLION

We refer to the announcements dated 7 June 2022, 27 June 2022, 21 July 2022, 27 July 2022, 5 August 2022, 11 November 2022 and 6 March 2023 in respect of the Proposed Transactions ("**Announcements**"). Unless otherwise defined, abbreviations used throughout this announcement are the same as those previously defined in the Announcements.

The Proposed Restructuring pursuant to the terms of the Facility APA was deemed completed on 31 March 2023. The transfer of the Facility Land from IMU Education to IMU Omega is still in progress as of the date of this Announcement and would be completed upon the registration by the Land Registry.

The completion of the Proposed Transactions pursuant to the terms of the IMU SSA, Facility SSA and Facility APA occurred on 31 March 2023. Upon completion, IMUH and its subsidiaries, namely IMU Education, IMU Healthcare, IMC Education, IMU Dialysis and IMU Omega have ceased to be subsidiaries of IHH on 31 March 2023.

The Proposed Disposals were completed for a total cash consideration of approximately RM1,394 million(Note 1). The consideration amount is subject to further post-completion adjustments under the terms of the IMU SSA and Facility SSA.

Note:

(1) Including (i) completion adjustments made to the Initial Consideration (RM1,346 million), and (ii) dividends of RM138 million paid by the IMU Group to IHH since 7 June 2022 (date on which IHH and IEHSB had entered into the IMU SSA); and after deducting an amount of approximately RM64 million that has been applied by IMU Education towards prepayment of its existing bank loan as of 31 March 2023. The total cash consideration was determined based on an enterprise value of RM1,345 million, and after taking into consideration, among others, the IMU Group's adjusted EBITDA of RM81,386,000 for the financial year ended 31 December 2021.

This announcement is dated 31 March 2023.

Announcement Info	
Company Name	IHH HEALTHCARE BERHAD
Stock Name	IHH
Date Announced	31 Mar 2023
Category	General Announcement for PLC
Reference Number	GA1-31032023-00062