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The Future Of Healthcare, Now

Republic Healthcare Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8357)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND WITHDRAWAL OF RESOLUTION NUMBERED 2(B) AT THE ANNUAL GENERAL MEETING TO BE HELD ON 25 JUNE 2021

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Republic Healthcare Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Low Wee Siong (“**Mr. Low**”) has resigned as an independent non-executive Director and ceased to be the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of each of the remuneration committee of the Company and the nomination committee of the Company with effect from 12 May 2021 as he would like to focus on his other commitments.

Mr. Low has confirmed that (i) he does not have any disagreement with the Board; (ii) there are no matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company (the “**Shareholders**”) in respect of his resignation; and (iii) he has no claims against the Company in respect of fees nor compensation for loss of office or otherwise as an independent non-executive Director.

The Board would like to take this opportunity to express its gratitude to Mr. Low for his valuable contribution to the Company during his tenure of office.

Following the resignation of Mr. Low with effect from 12 May 2021, the Board comprises three members with one executive Director and two independent non-executive Directors. Neither of the independent non-executive Directors has professional accounting qualifications and the Audit Committee comprises only two members. This results in non-compliance with the requirements under Rules 5.05 and 5.28 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

As such, the Board will use its best endeavours to identify a suitable candidate to fill the vacancy as soon as practicable and in any case within three months from 12 May 2021 in accordance with Rules 5.06 and 5.33 of the GEM Listing Rules in order to ensure compliance with the requirements under the GEM Listing Rules. Further announcement will be made by the Company as and when appropriate.

WITHDRAWAL OF RESOLUTION NUMBERED 2(B) AT THE ANNUAL GENERAL MEETING TO BE HELD ON 25 JUNE 2021 (THE “AGM”)

References are made to the circular of the Company and the notice of the AGM (the “**Notice**”) both dated 29 March 2021 and the form of proxy of the Company (the “**Proxy Form**”) in relation to the AGM.

Due to the resignation of Mr. Low, ordinary resolution numbered 2(b) in respect of the re-election of Mr. Low as an independent non-executive Director as set out in the Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM. The sequence of the other resolutions and matters in relation to the AGM will remain unchanged.

Proxy Forms lodged by the Shareholders will remain valid except that no poll will be conducted or counted for ordinary resolution numbered 2(b) of the AGM.

Shareholders are reminded to read the Notice, including its notes, for details in respect of other resolutions which remain scheduled for consideration and approval at the AGM, eligibility for attending the AGM, appointment of proxy and other relevant matters.

By order of the Board
Republic Healthcare Limited
Tan Cher Sen Alan
Chairman and Executive Director

Singapore, 12 May 2021

As at the date of this announcement, the executive Director is Dr. Tan Cher Sen Alan (Chairman); and the independent non-executive Directors are Mr. Soh Sai Kiang and Mr. Kevin John Chia.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company at republichealthcare.asia.