

## APPENDIX DATED 31 MARCH 2023

**THIS APPENDIX IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.**

**If you are in any doubt as to the action that you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser(s) immediately.**

If you have sold or transferred all your shares in the capital of OUE Lippo Healthcare Limited (the “**Company**”), you should immediately inform the purchaser or transferee or bank, stockbroker or agent through whom the sale or transfer was effected for onward notification to the purchaser or transferee, that this Appendix (together with the Annual Report, Notice of Annual General Meeting (“**AGM**”) and the accompanying Proxy Form and Question Form) may be accessed on SGXNET and the Company’s website at [https://investor.ouelh.com/agm\\_egm.html](https://investor.ouelh.com/agm_egm.html).

This Appendix has been reviewed by the Company’s sponsor, PrimePartners 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 document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Ms. Foo Jien Jieng, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg).



### **OUE LIPPO HEALTHCARE LIMITED**

(Company Registration No. 201304341E)  
(Incorporated in the Republic of Singapore)

## **APPENDIX TO THE ANNUAL REPORT**

in relation to

### **THE PROPOSED CHANGE OF NAME OF THE COMPANY FROM “OUE LIPPO HEALTHCARE LIMITED” TO “OUE HEALTHCARE LIMITED”**

This Appendix has been made available on SGXNET and the Company’s website which may be accessed at the URL [https://investor.ouelh.com/agm\\_egm.html](https://investor.ouelh.com/agm_egm.html). A printed copy of this Appendix will NOT be despatched to Shareholders.

The AGM is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via “live” audio-and-video webcast or “live” audio-only stream), submission of questions in advance of the AGM, addressing of substantial and relevant questions either before or at the AGM and communicating and voting “live” by electronic means at the AGM or by appointing the Chairman of the AGM or any person other than the Chairman of the AGM as proxy at the AGM.

Shareholders should refer to the Notice of AGM for further information, including the steps to be taken by Shareholders to participate at the AGM, which has been uploaded on SGXNET and is now also available on the Company’s website at the URL [https://investor.ouelh.com/agm\\_egm.html](https://investor.ouelh.com/agm_egm.html).

---

## TABLE OF CONTENTS

---

DEFINITIONS .....	1
LETTER TO SHAREHOLDERS .....	3
1. INTRODUCTION.....	3
2. THE PROPOSED CHANGE OF NAME.....	3
3. INTERESTS OF THE DIRECTORS AND SUBSTANTIAL SHAREHOLDERS.....	4
4. DIRECTORS' RECOMMENDATION .....	6
5. RESPONSIBILITY STATEMENT .....	6
6. CONSENTS .....	6
7. DOCUMENTS AVAILABLE FOR INSPECTION.....	6

---

## DEFINITIONS

---

In this Appendix, the following definitions shall apply throughout unless the context otherwise requires:

<b>“ACRA”</b>	: Accounting and Corporate Regulatory Authority of Singapore
<b>“AGM”</b>	: The annual general meeting of the Company to be held on 24 April 2023 at 2.00 p.m. by way of electronic means, notice of which is attached to the Annual Report
<b>“Annual Report”</b>	: The Company’s annual report for FY2022 dated 31 March 2023
<b>“Appendix”</b>	: This appendix to the Annual Report dated 31 March 2023 issued by the Company to the Shareholders in relation to the Proposed Change of Name
<b>“Board”</b>	: The board of Directors as at the date of this Appendix
<b>“Catalist”</b>	: The Catalist Board of the SGX-ST, being the sponsor-supervised listing platform of the SGX-ST
<b>“Catalist Rules”</b>	: The Listing Manual of the SGX-ST, Section B: Rules of Catalist, as amended, modified or supplemented from time to time
<b>“CDP”</b>	: The Central Depository (Pte) Limited
<b>“Companies Act”</b>	: The Companies Act 1967 of Singapore, as amended, modified or supplemented from time to time
<b>“Company”</b>	: OUE Lippo Healthcare Limited
<b>“Constitution”</b>	: The constitution of the Company, as may be amended, modified or supplemented from time to time
<b>“Directors”</b>	: The directors of the Company for the time being
<b>“FY2022”</b>	: The financial year ended 31 December 2022
<b>“Group”</b>	: The Company and its subsidiaries
<b>“Latest Practicable Date”</b>	: 17 March 2023, being the latest practicable date prior to the disseminating of this Appendix
<b>“Notice of AGM”</b>	: The notice of AGM dated 31 March 2023 as set out in the Annual Report
<b>“Proposed Change of Name”</b>	: The proposed change of name of the Company from “OUE Lippo Healthcare Limited” to “OUE Healthcare Limited”
<b>“SFA”</b>	: The Securities and Futures Act 2001 of Singapore, as amended, modified or supplemented from time to time
<b>“SGXNET”</b>	: The SGXNet Corporate Announcement System, being a system network used by listed companies to send information and announcements to the SGX-ST or any other system networks prescribed by the SGX-ST
<b>“SGX-ST”</b>	: Singapore Exchange Securities Trading Limited

---

## DEFINITIONS

---

- “Shareholders”** : Registered holders of Shares in the Register of Members of the Company except where the registered holder is CDP, the term **“Shareholders”** shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts maintained with CDP are credited with such Shares
- “Shares”** : The ordinary shares in the capital of the Company
- “Special Resolution”** : A resolution passed by a majority of not less than three-fourths of such members as, being entitled to do so, vote in person or proxy, at a general meeting or a class meeting of the Company
- “Sponsor”** : PrimePartners Corporate Finance Pte. Ltd.
- “Substantial Shareholder”** : A person who has an interest in not less than 5.0% of the total votes attached to all the Shares (excluding treasury shares) of the Company

The terms **“subsidiary”**, **“relevant intermediary”**, and **“treasury shares”** shall have the meaning ascribed to it in the Companies Act.

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the meanings ascribed to them respectively in Section 81SF of the SFA.

Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall, where applicable, include corporations.

Any reference in this Appendix to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word or term defined under the Companies Act, the SFA, the Catalist Rules or any modification thereof and used in this Appendix shall have the same meaning assigned to it thereunder, as the case may be, unless otherwise provided.

Any reference to a time of day in this Appendix is made by reference to Singapore time unless otherwise stated.

Any discrepancies in tables included herein (if any) between the amounts listed and the totals thereof are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that preceded them.

The headings in this Appendix are inserted for convenience only and shall be ignored in construing this Appendix.

Rajah & Tann Singapore LLP has been appointed as the legal adviser to the Company as to Singapore law in relation to the Proposed Change of Name and this Appendix.

---

# LETTER TO SHAREHOLDERS

---

## OUÉ LIPPO HEALTHCARE LIMITED

(Company Registration No. 201304341E)  
(Incorporated in the Republic of Singapore)

### Board of Directors:

Mr. Lee Yi Shyan (*Non-Independent, Non-Executive Chairman*)  
Mr. Brian Riady (*Non-Independent, Non-Executive Director*)  
Mr. Tetsuya Fujimoto (*Non-Independent, Non-Executive Director*)  
Mr. Yet Kum Meng (*Chief Executive Officer, Executive Director*)  
Mr. Roger Tan Chade Phang (*Lead Independent Director, Non-Executive Director*)  
Mr. Eric Sho Kian Hin (*Independent Director, Non-Executive Director*)  
Mr. Jackson Tay Eng Kiat (*Independent Director, Non-Executive Director*)  
Ms. Usha Raneé Chandradas (*Independent Director, Non-Executive Director*)

### Registered Office:

6 Shenton Way  
#10-10 OUE Downtown  
Singapore 068809

31 March 2023

To: The Shareholders of the Company

Dear Sir/Madam,

## THE PROPOSED CHANGE OF NAME OF THE COMPANY FROM “OUÉ LIPPO HEALTHCARE LIMITED” TO “OUÉ HEALTHCARE LIMITED”

### 1. INTRODUCTION

The Board is seeking Shareholders’ approval for the Proposed Change of Name. The Proposed Change of Name is subject to the approval of Shareholders and will be tabled as a Special Resolution at the AGM.

The purpose of this Appendix is to provide Shareholders with the relevant information pertaining to the Proposed Change of Name and to seek the approval of Shareholders by way of a Special Resolution for the Proposed Change of Name at the AGM, as set out in the Notice of AGM.

### 2. THE PROPOSED CHANGE OF NAME

#### 2.1 Rationale

The Company had previously changed its company name from “International Healthway Corporation Limited” to “OUÉ Lippo Healthcare Limited” with effect from 9 October 2017. The previous change of name was approved by way of Special Resolution passed by Shareholders at the extraordinary general meeting of the Company held on 9 October 2017. The rationale for the previous change of company name was to, amongst others, reflect the Group’s ties to OUE Limited and its group companies as well as Lippo Limited and its group companies.

Following an internal review, the Board is of the view that the Proposed Change of Name from “OUÉ Lippo Healthcare Limited” to “OUÉ Healthcare Limited” will better reflect the Company’s ownership structure and provide the public and the Company’s present and future business partners with clearer identification of the Company’s ties to its immediate controlling shareholder, OUE Limited, which is listed on the Mainboard of the SGX-ST.

#### 2.2 Approvals

An application was made to ACRA on 23 February 2023 to reserve the name “OUÉ Healthcare Limited”. The application was approved on the same day and the name has been reserved for 120 days until 23 June 2023.

The Proposed Change of Name will be proposed as a Special Resolution and is subject to Shareholders’ approval at the AGM. Upon receipt of Shareholders’ approval and subject to the registration by ACRA, the Company shall change its name to “OUÉ Healthcare Limited” with effect from the issue of the Certificate of Incorporation under the new company name by ACRA. The name “OUÉ Lippo Healthcare Limited” shall then be substituted by “OUÉ Healthcare Limited” wherever the former name appears in the Constitution.

## LETTER TO SHAREHOLDERS

The Company will make an announcement when its change of name takes effect. Shareholders should note that the change of Company's name does not affect (a) the identity or legal status of the Company; (b) any of the rights or obligations of the Company; (c) any of the rights of Shareholders; or (d) the Group's daily business operations and financial position. The existing Shares will continue to be traded on the Catalist of the SGX-ST.

### 2.3 Existing Share Certificates

Shareholders should note that notwithstanding the change of the Company's name, the Company will not recall existing share certificates bearing the current name of the Company, which will continue to be *prima facie* evidence of legal title. **No further action is required on the part of Shareholders in this regard.**

## 3. INTERESTS OF THE DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

### 3.1 Shareholdings of Directors and Substantial Shareholders

As at the Latest Practicable Date, the direct and deemed interests of the Directors and Substantial Shareholders in the Shares, as recorded in the Register of Directors' Shareholdings and the Register of Substantial Shareholders of the Company, are as follows:

	As at the Latest Practicable Date			
	Number of Shares			%( <sup>1</sup> )
	Direct Interest	Deemed Interest <sup>(2)</sup>	Total Interest	
<b>Directors</b>	-	-	-	-
Mr. Lee Yi Shyan	-	-	-	-
Mr. Brian Riady	-	-	-	-
Mr. Yet Kum Meng	-	-	-	-
Mr. Tetsuya Fujimoto	-	-	-	-
Mr. Roger Tan Chade Phang	-	-	-	-
Mr. Eric Sho Kian Hin	-	-	-	-
Mr. Jackson Tay Eng Kiat	-	-	-	-
Ms. Usha Rane Chandradas	-	-	-	-
<b>Substantial Shareholders (other than Directors)</b>				
Treasure International Holdings Pte. Ltd. ("TIHPL")	3,126,316,752	-	3,126,316,752	70.36
OUE Limited <sup>(3)</sup>	-	3,126,316,752	3,126,316,752	70.36
OUE Realty Pte. Ltd. ("OUER") <sup>(4)</sup>	-	3,126,316,752	3,126,316,752	70.36
Golden Concord Asia Limited ("GCAL") <sup>(5)</sup>	-	3,126,316,752	3,126,316,752	70.36
Fortune Crane Limited ("FCL") <sup>(6)</sup>	-	3,126,316,752	3,126,316,752	70.36
Lippo ASM Asia Property Limited ("LAAPL") <sup>(7)</sup>	-	3,126,316,752	3,126,316,752	70.36
HKC Property Investment Holdings Limited ("HKC Property") <sup>(8)</sup>	-	3,126,316,752	3,126,316,752	70.36
Hongkong Chinese Limited ("HCL") <sup>(9)</sup>	-	3,126,316,752	3,126,316,752	70.36
Hennessy Holdings Limited ("Hennessy") <sup>(10)</sup>	-	3,126,316,752	3,126,316,752	70.36
Huge Success Limited ("HSL") (formerly known as Prime Success Limited) <sup>(11)</sup>	-	3,126,316,752	3,126,316,752	70.36
Lippo Limited ("LL") <sup>(12)</sup>	-	3,126,316,752	3,126,316,752	70.36
Lippo Capital Limited ("LCL") <sup>(13)</sup>	-	3,126,316,752	3,126,316,752	70.36
Lippo Capital Holdings Company Limited ("LCH") <sup>(14)</sup>	-	3,126,316,752	3,126,316,752	70.36
Lippo Capital Group Limited ("LCG") <sup>(15)</sup>	-	3,126,316,752	3,126,316,752	70.36
PT Trijaya Utama Mandiri ("PT Trijaya") <sup>(16)</sup>	-	3,126,316,752	3,126,316,752	70.36
Admiralty Station Management Limited ("Admiralty") <sup>(17)</sup>	-	3,126,316,752	3,126,316,752	70.36

## LETTER TO SHAREHOLDERS

Argyle Street Management Limited (“ASML”) <sup>(18)</sup>	-	3,126,316,752	3,126,316,752	70.36
Argyle Street Management Holdings Limited (“ASMHL”) <sup>(19)</sup>	-	3,126,316,752	3,126,316,752	70.36
Mr. James Tjahaja Riady <sup>(20)</sup>	-	3,126,316,752	3,126,316,752	70.36
Dr. Stephen Riady <sup>(21)</sup>	-	3,126,316,752	3,126,316,752	70.36
Mr. Kin Chan <sup>(22)</sup>	-	3,126,316,752	3,126,316,752	70.36
Mr. V-Nee Yeh <sup>(23)</sup>	-	3,126,316,752	3,126,316,752	70.36
Brownly Healthcare Pte Ltd (“BHPL”)	858,412,248	-	858,412,248	19.32
ITOCHU Singapore Pte Ltd (“ITOCHU SG”) <sup>(24)</sup>	-	858,412,248	858,412,248	19.32
ITOCHU Corporation (“ITOCHU Corp”) <sup>(25)</sup>	-	858,412,248	858,412,248	19.32

### Notes:

- (1) Based on the total number of 4,443,129,206 issued Shares as at the Latest Practicable Date.
- (2) Deemed interests refer to interests determined pursuant to Section 4 of the SFA.
- (3) OUE is deemed to have an interest in the Shares held by TIHPL. TIHPL is a wholly-owned subsidiary of OUE.
- (4) OUER is deemed to have an interest in the Shares in which its subsidiary, OUE, has a deemed interest.
- (5) GCAL is deemed to have an interest in the Shares in which its subsidiary, OUER, has a deemed interest.
- (6) FCL is deemed to have an interest in the Shares in which its subsidiary, GCAL, has a deemed interest.
- (7) LAAPL is deemed to have an interest in the Shares in which its subsidiary, FCL, has a deemed interest.
- (8) LAAPL is jointly held by HKC Property and Admiralty. Accordingly, HKC Property is deemed to have an interest in the Shares in which LAAPL has a deemed interest.
- (9) HCL is the immediate holding company of HKC Property. Accordingly, HCL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (10) Hennessy is an intermediate holding company of HKC Property. Accordingly, Hennessy is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (11) HSL is an intermediate holding company of HKC Property. Accordingly, HSL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (12) LL is an intermediate holding company of HKC Property. Accordingly, LL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (13) LCL is an intermediate holding company of HKC Property. Accordingly, LCL is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (14) LCH is an intermediate holding company of HKC Property. Accordingly, LCH is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (15) LCG is the holding company of LCH, which in turn is an intermediate holding company of HKC Property. Accordingly, LCG is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (16) PT Trijaya holds more than 20% of the shares in LCL, which is an intermediate holding company of HKC Property. Accordingly, PT Trijaya is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (17) LAAPL is jointly held by Admiralty and HKC Property. Accordingly, Admiralty is deemed to have an interest in the Shares in which LAAPL has a deemed interest.
- (18) ASML owns 100% of the voting shares in the capital of Admiralty. Accordingly, ASML is deemed to have an interest in the Shares in which Admiralty has a deemed interest.
- (19) ASMHL is the immediate holding company of ASML. Accordingly, ASMHL is deemed to have an interest in the Shares in which ASML has a deemed interest.
- (20) Mr. James Tjahaja Riady effectively holds all the shares in PT Trijaya, which holds more than 20% of the shares in LCL. LCL in turn is an intermediate holding company of HKC Property. Accordingly, Mr. James Tjahaja Riady is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (21) Dr. Stephen Riady holds the entire issued share capital of LCG, which is the holding company of LCH. LCH in turn is an intermediate holding company of HKC Property. Accordingly, Dr. Stephen Riady is deemed to have an interest in the Shares in which HKC Property has a deemed interest.
- (22) Mr. Kin Chan is the beneficial holder of more than 20% of the issued share capital of ASMHL. Accordingly, Mr. Kin Chan is deemed to have an interest in the Shares in which ASMHL has a deemed interest.
- (23) Mr. V-Nee Yeh is the beneficial holder of more than 20% of the issued share capital of ASMHL. Accordingly, Mr. V-Nee Yeh is deemed to have an interest in the Shares in which ASMHL has a deemed interest.
- (24) ITOCHU SG is deemed to have an interest in the Shares held by BHPL. ITOCHU SG holds 60% of the issued share capital of BHPL.
- (25) ITOCHU Corp is deemed to have an interest in the Shares in which its subsidiary, ITOCHU SG, has a deemed interest. ITOCHU Corp also holds 40% of the issued share capital of BHPL.

---

## LETTER TO SHAREHOLDERS

---

### 3.2 Interests of the Directors and Substantial Shareholders in the Proposed Change of Name

As at the Latest Practicable Date, save for their respective interests in the issued Shares of the Company (if any), none of the Directors or Substantial Shareholders of the Company has any interest, direct or indirect in the Proposed Change of Name.

### 4. DIRECTORS' RECOMMENDATION

After having considered the rationale of the Proposed Change of Name, the Directors are of the view that the Proposed Change of Name to "OUE Healthcare Limited" is in the best interests of the Company. Accordingly, the Directors recommend that the Shareholders **VOTE IN FAVOUR** of Resolution 6, being the Special Resolution relating to the Proposed Change of Name, as set out in the Notice of AGM.

### 5. RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the Proposed Change of Name and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this Appendix misleading.

Where information in this Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Appendix in its proper form and context.

### 6. CONSENTS

Rajah & Tann Singapore LLP, the legal adviser to the Company as to Singapore law in relation to the Proposed Change of Name and this Appendix, has given, and has not withdrawn, its written consent to the issue of this Appendix with the inclusion of its name, in the form and context in which it appears in this Appendix.

### 7. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at 6 Shenton Way, #10-10 OUE Downtown, Singapore 068809, during normal business hours from the date of this Appendix up to and including the date of the AGM:

- (a) the Constitution;
- (b) the approval from ACRA dated 23 February 2023 in relation to the Company's application for reservation of the name "OUE Healthcare Limited"; and
- (c) the letter of consent referred to in paragraph 6 of this Appendix.

Yours faithfully,

For and on behalf of the Board

**OUE Lippo Healthcare Limited**

Mr. Yet Kum Meng  
Chief Executive Officer and Executive Director