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The Future Of Healthcare, Now

REPUBLIC HEALTHCARE LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8357

**FIRST
QUARTERLY
REPORT
2021**



CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE” AND THE “GEM”, RESPECTIVELY)

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Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This report, for which the directors of Republic Healthcare Limited (the “Company” and the “Directors”, respectively) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this report 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 in this report misleading.

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2021 FINANCIAL HIGHLIGHTS (UNAUDITED)

The Group recorded a revenue of S\$3.9 million for the three months ended 31 March 2021 (the “**Period**”), representing an increase of approximately 14.6% when compared with that of approximately S\$3.4 million for the corresponding period in 2020 (the “**Corresponding Period**”).

The gross profit of the Group for the Period was S\$2.6 million, representing an increase of approximately 6.8% when compared with that of approximately S\$2.5 million for the Corresponding Period.

The Group recorded a net profit after tax of approximately S\$228 of the Period (net profit after tax of the Group of approximately S\$95,000 for the Corresponding Period). The decrease in profit after tax is mainly due to the (i) an increase in employee benefit expenses by approximately S\$0.1 million or 8.1% from approximately S\$1.3 million for the Corresponding Period to approximately S\$1.4 million for the Period as part of our efforts to retaining and attracting talents due to our expansion plan; (ii) an increase in other operating expenses by approximately S\$0.4 million or 69.8% from approximately S\$0.5 million for the Corresponding Period to approximately S\$0.9 million for the Period due to greater promotional activities carried out during the quarter to compete in the current competitive environment as well as more operating expenses arising from the increase in the number of general practice clinics (increased by 3 from 7 clinics) from the Corresponding Period to the Period.

The board of Directors (the “**Board**”) has resolved not to declare the payment of a dividend for the Period (the Corresponding Period: Nil).

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 March 2021

	Notes	Three months ended 31 March	
		2021	2020
		(unaudited) S\$	(unaudited) S\$
Revenue	3	3,949,082	3,445,177
Other income		214,524	108,917
Consumables and medical supplies used		(1,064,131)	(773,915)
Medical professional costs		(249,811)	(203,940)
Employee benefits expenses		(1,435,577)	(1,327,447)
Depreciation of plant and equipment		(142,938)	(113,656)
Depreciation of right-of-use assets		(318,178)	(224,730)
Interest expense on lease liabilities		(34,343)	(31,471)
Other operating expenses		(918,353)	(540,719)
Profit before income tax	4	275	338,216
Income tax expense		(47)	(243,607)
Profit and total comprehensive income attributable to owners of the Company for the period		228	94,609
Profit and total comprehensive income attributable			
Owners of the Company		228	94,609
Non-controlling interests		—	—
		228	94,609
Earnings per share attributable to owners of the Company for the period (expressed in Singapore cents per share)			
Basic and diluted	5	0.00	0.02

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2021

	Attributable to equity holders of the Company						Non-controlling interests	Total equity
	Share capital	Share premium	Currency translation reserve	Other reserves <small>(Note)</small>	Retained earnings	Total		
	S\$	S\$	S\$	S\$	S\$	S\$	S\$	S\$
Balance at 1 January 2020 (Audited)	896,552	10,710,421	—	420,000	1,185,208	13,212,181	—	13,212,181
<i>Total comprehensive income</i>								
Profit for the financial period	—	—	—	—	94,609	94,609	—	94,609
Balance as at 31 March 2020 (unaudited)	896,552	10,710,421	—	420,000	1,279,817	13,306,790	—	13,306,790
Balance as at 1 January 2021 (audited)	896,552	10,710,421	(21,579)	420,000	1,251,110	13,256,504	—	13,256,504
<i>Total comprehensive income</i>								
Profit for the financial period	—	—	—	—	228	228	—	228
Balance as at 31 March 2021 (unaudited)	896,552	10,710,421	(21,579)	420,000	1,251,338	13,256,732	—	13,256,732

Note: Other reserves as at 31 March 2021 represented the difference between the consideration paid by the Company and the share capital of Dtap @ Bencoolen Pte Ltd, Dtap @ Holland V Pte Ltd, Dtap @ Somerset Pte Ltd, Republic Healthcare Pte Ltd, Republic Healthcare Holdings Pte Ltd and Z Aesthetics Clinic Pte Ltd (formerly known as S Aesthetics Clinic Pte Ltd).

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 31 March 2021

1 General Information and Reorganisation

1.1 General Information

The Company was incorporated in the Cayman Islands on 3 January 2018 as an exempted company with limited liability under the Companies Law (Cap 22, Law of 1961 as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is 5th Floor, Genesis Building, Genesis Close, George Town, P.O. Box 446, Grand Cayman KY1-1106, Cayman Islands.

The Company is an investment holding company. The Company's subsidiaries (collectively, the "**Group**") are principally engaged in the operating of medical clinics business in Singapore and provision of management advisory services.

The shares of the Company (the "**Shares**") were listed on GEM of the Stock Exchange of Hong Kong Limited (the "**Listing**") by way of placing and public offer (the "**Share Offer**") on 15 June 2018 (the "**Listing Date**").

1 General Information and Reorganisation (Continued)

1.2 Reorganisation

On 1 April 2020, Dtap Clinics Pte. Ltd. acquired 6 clinics from S Aesthetics Spa Pte. Ltd., Dtap @ Somerset Pte. Ltd., S Aesthetics Clinic Pte. Ltd. (formerly known as Dtap @ Raffles Place Pte. Ltd.), Dtap @ Holland V Pte. Ltd., Dtap Express Pte. Ltd. (formerly known as Dtap @ Siglap Pte. Ltd.) and Republic Healthcare Pte. Ltd.. On the same date, S Aesthetics Clinic Pte. Ltd. acquired 1 aesthetics clinic from Z Aesthetics Clinic Pte. Ltd. (formerly known as S Aesthetics Clinic Pte. Ltd.). These transactions have been accounted as a common control transaction which involves acquiring the businesses of existing companies (S Aesthetics Spa Pte. Ltd., Dtap @ Somerset Pte. Ltd., S Aesthetics Clinic Pte. Ltd., Dtap @ Holland V Pte. Ltd., Dtap Express Pte. Ltd., Republic Healthcare Pte. Ltd. and Z Aesthetics Clinic Pte. Ltd.).

These are internal reorganisation of businesses within the Group and there are no impact to the unaudited consolidated financial statements for the financial three months ended 31 March 2021 and 31 March 2020.

2 Basis of Presentation and Accounting Policies

The unaudited condensed consolidated financial statements have been prepared in accordance with all applicable International Financial Reporting Standards (“IFRSs”) issued by the International Accounting Standards Board and the applicable disclosure provisions of the GEM Listing Rules. The Unaudited Condensed Consolidated Financial Statements should be read in conjunction with the Audited 2020 Consolidated Financial Statements. The accounting policies and methods of computation used in the Unaudited Condensed Consolidated Financial Statements are the same as those followed in the preparation of the Audited 2020 Consolidated Financial Statements.

All IFRSs effective for the accounting period commencing on 1 January 2021, together with the relevant transitional provisions, have been adopted by the Group in preparation of these Unaudited Condensed Consolidated Financial Statements. The adoption of these new/revised IFRSs does not result in changes to the Group’s accounting policies and has no material effect on the amounts reported or the current or prior period.

2 Basis of Presentation and Accounting Policies (Continued)

Inter-company transactions, balances and unrealised gains/losses on transactions between group companies are eliminated on consolidation.

These unaudited condensed consolidated financial statements have been reviewed by the audit committee of the Board (the “**Audit Committee**”).

3 Revenue

Revenue represents the net amounts received and receivable for services rendered by the Group in the normal course of business to external customers. The following is an analysis of the Group’s revenue from its major business activities:

	Three months ended 31 March	
	2021 (unaudited) S\$	2020 (unaudited) S\$
Medical services		
Treatment services	2,823,280	2,221,053
Medical investigation services	811,025	890,525
Consultation services	314,777	333,599
	3,949,082	3,445,177

4 Income Tax Expense

Singapore corporate income tax has been provided for at the rate of 17% on the estimated assessable profit for the three months ended 31 March 2021 (31 March 2020: 17%).

No overseas profits tax has been calculated for entities of the Group that are incorporated in the BVI or the Cayman Island as they are exempted from tax (31 March 2020: Nil).

The amount of income tax expense charged to the unaudited condensed consolidated financial statements:

	Three months ended 31 March	
	2021	2020
	(unaudited)	(unaudited)
	S\$	S\$
Current tax:		
Singapore profits tax	47	243,607

5 Earnings Per Share

(a) Basic

Basic earnings per share is calculated by dividing the earnings attributable to owners of the Company by the number of ordinary shares in issue during the year.

	Three months ended 31 March	
	2021	2020
	(unaudited)	(unaudited)
	S\$	S\$
Profit attributable to the owners of the Company	228	94,609
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	520,000,000	520,000,000
Earnings per share (S\$ cents per share)	0.00	0.02

The calculation of the basic earnings per share is based on the profit for the financial period attributable to owners of the Company and the ordinary shares in issue.

(b) Diluted

The diluted earnings per share is the same as the basic earnings per share due to the absence of dilutive ordinary shares during the respective periods.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is a leading medical general practice (“GP”) network accredited by the Ministry of Health of Singapore, under the brand “Dr. Tan & Partners” or “DTAP” in short, in Singapore since 2010. The Group provides high value-based care services for a variety of conditions including but not limited to sexual health, men’s health and women’s health. The Group’s private GP comprises primarily well-trained doctors and personnel. The Group customises its treatment plan based on individual patient’s needs and delivers primary healthcare services with the goal of improving patient’s care experience by offering seamless services to assist them to cope with their medical condition. The Group also performs aesthetic treatments to assist patients in gaining greater confidence over matters related to their appearance.

For the three months ended 31 March 2021, (the “**Period**” or the “**FY2021Q1**”) the revenue of the Group grew by approximately S\$0.5 million, or 14.6%, to approximately S\$3.9 million, when compared to that for the period ended 31 March 2020 (the “**Corresponding Period**” or the “**FY2020Q1**”). The revenue of consultation services, medical investigation services and treatment services amounted to approximately S\$0.3 million, S\$0.8 million and S\$2.8 million, respectively, which accounted for approximately 8.0%, 20.5% and 71.5% of the total revenue of the Group for the Period, respectively, which is in line with the distribution as compared to those for the FY2020Q1.

OUTLOOK AND PROSPECTS

Looking forward, the Group expects the business environment to continue to be uncertain and competitive in view of Covid-19 and we are cautiously optimistic that the healthcare demand would grow at a slower rate in view of ongoing traveling restriction imposed by most countries in view of Covid-19 pandemic. Nevertheless, we believe in continuing investing in our employees to improve our service quality offered to our patients and/or customers. We will be setting aside more resources to provide training to develop our staff and attract new talents to be part of our Group. We would continue to harness on technology as part of our ongoing effort to stay abreast with the competitive landscape and ensuring long term scalability. We will continue to grow our brand presence in the general practice clinic network in Singapore, evaluating new potential sites as well as relocating to sites that allows existing and new patients to gain greater accessibility to our services.

As at the date of this report, we operate (i) nine DTAP clinics including the clinics at Robertson, Novena, Somerset, Raffles Place, Holland Village, Siglap, Duo Galleria, Kovan, Tanjong Pagar; and (ii) one S Aesthetic clinic at Scotts Road. We have terminated our lease agreement at Orchard and are still in the midst of exploring for a replacement site.

FINANCIAL REVIEW

Revenue

The Group's revenue increased by approximately S\$0.5 million or 14.6% from approximately S\$3.4 million for the Corresponding Period to approximately S\$3.9 million for the Period. The increase is mainly due to the growth in sales of existing services carried out by our Group with increased market penetration and greater brand awareness.

Gross profit and gross profit margin

The Group's gross profit increased by approximately S\$0.1 million from approximately S\$2.5 million for the Corresponding Period to approximately S\$2.6 million for the Period. The Group's gross profit margin decreased from approximately 71.6% for the Corresponding Period to approximately 66.7% for the Period mainly arising from higher drug costs as a result of petrol duty hike imposed in Feb 2021 by the Singapore government.

Employee benefits expenses

Our employee benefits expenses increased by approximately S\$0.1 million or 8.1% from approximately S\$1.3 million for the Corresponding Period to approximately S\$1.4 million for the Period. Such increase as part of our efforts to retaining and attracting talents due to our expansion plan.

Depreciation of plant and equipment

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substitute for cost, less its residual value. Depreciation is recognised on straight-line basis over the estimated useful lives of each part of an item of plant and equipment. Our depreciation expenses primarily comprised:

- (a) Professional equipment, mainly our medical equipment and dermatological laser equipment used at our clinics;
- (b) Computers and office equipment at our various premises used for our operations; and
- (c) Leasehold improvements in relation to the leased premises for our operations.

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate at the end of every financial year. Our medical equipment and office equipment are generally depreciated over three to five years, which we considered as reasonable for the useful lives for assets of such nature.

Right-of-use assets

Depreciation of right-of-use assets are depreciated on a straight-line basis over the shorter period of the lease term and useful life of the underlying asset, as follows:

Office unit	3 years
Medical equipment	3 years
Clinic unit	3–5 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The depreciation starts at the commencement date of the lease.

Other operating expenses

The increase was mainly attributable to the increases in marketing and rental costs in view of more operating clinics as compared with those for the Corresponding Period.

Profit for the period attributable to owners of the Company

As a result of the foregoing, the Group remained marginally profitable and recorded a profit of approximately S\$228 for the Period, representing more than 90% decline in profit as compared to a profit of approximately S\$94,000 for FY2020Q1. The decrease was mainly due to the (i) an increase in employee benefit expenses by approximately S\$0.1 million or 8.1% from approximately S\$1.3 million for the Corresponding Period to approximately S\$1.4 million for the Period as part of our efforts to retain and attract talents due to our expansion plan; (ii) an increase in other operating expenses by approximately S\$0.4 million or 69.8% from approximately S\$0.5 million for the Corresponding Period to approximately S\$0.9 million for the Period due to greater investment in marketing and promotional campaigns to drive brand awareness and drive revenue; as well as rising expenses arising from an increase in the number of general practice clinics (increase by 3 from 7 clinics).

DIVIDEND

The Board has resolved not to declare the payment of a dividend for the Period (the Corresponding Period: Nil).

EMPLOYEES AND REMUNERATION POLICY

As at 31 March 2021, we had 64 employees in Singapore (As at 31 December 2020: 66 employees), all of whom were employed on a full-time basis. The remuneration package of our employees generally comprises basic salaries, discretionary bonuses and welfare benefits such as annual leave, sick leave, maternity leave and child care leave.

LIQUIDITY, FINANCIAL RESOURCES AND FUNDING

During the Period, the Group financed its operations mainly through internally generated cash flows and capital contribution from the Company's shareholders (the "Shareholders").

As at 31 March 2021, we had cash and cash equivalents of approximately S\$12.2 million (As at 31 December 2020: S\$13.1 million) and the Group had no bank borrowings (As at 31 December 2020: Nil).

GEARING RATIO

As at 31 March 2021, the gearing ratio of the Group was 19.0% (As at 31 December 2020: 20.8%). The Group's gearing ratio is calculated based on the total debt divided by total equity as at the end of the Period. As at 31 March 2021, the Group's lease liabilities was approximately S\$2.5 million (As at 31 December 2020: S\$2.8 million).

Net cash generated from operating activities are approximately S\$0.3 million (For the year ended 31 December 2020: S\$0.8 million). With the healthy bank balances and cash on hand, the Group's liquid position remained strong and it had sufficient financial resources to meet its working capital requirement.

CAPITAL STRUCTURE

As at 31 March 2021, the capital structure of the Group only comprises the share capital, retained earnings, share premium and other reserves.

For the Period, the capital structure of the Group consisted of equity attributable to owners of the Company of approximately S\$13.3 million. The Shares in issue were initially listed on GEM of the Stock Exchange on the Listing Date. There has been no change in the capital structure of the Group since then.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Saved as disclosed in this Report, the Group does not have other plans for material investments and capital assets.

SIGNIFICANT INVESTMENTS OR MATERIAL ACQUISITIONS AND DISPOSALS

During the Period, the Group did not make any significant investments or material acquisitions and disposal of subsidiaries, associates or joint ventures.

COMMITMENTS AND CONTINGENT LIABILITIES

As at 31 March 2021, the Group had no material commitment and contingent liabilities.

TREASURY POLICIES

The management will continue to follow a prudent policy in managing the Group's cash balances and maintain a strong and healthy liquidity to ensure that the Group is well placed to take advantage of future growth opportunities.

FOREIGN EXCHANGE EXPOSURE

The Group operates in Singapore and transacts mainly in Singapore dollar, which is the functional currency of the majority of the Group's operating subsidiaries. However, the Group retained certain amount of proceeds from the Share offer in Hong Kong dollar for operational purposes.

CHARGES ON ASSETS

As at 31 March 2021, there were no charges on the Group's assets.

SIGNIFICANT EVENT AFTER THE PERIOD

Save as disclosed above, there has been no significant event that affected the Group after 31 March 2021 and up to the date of this report.

CORPORATE GOVERNANCE AND OTHER INFORMATION

CORPORATE GOVERNANCE PRACTICES

The company is firmly committed to maintaining and ensuring a high level of corporate governance standards and will review and improve the corporate governance practices and standards regularly. The Company has adopted and has complied with all applicable code provisions of the Corporate Governance Code contained in Appendix 15 to the GEM listing Rules (the “**CG Code**”) during the Period.

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding Directors’ securities transactions (the “**Own Code of Conduct**”) on terms no less exacting from the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the “**Required Standard of Dealings**”). In response to a specific enquiry made by the Company on each of the Directors, all Directors have confirmed that they had fully complied with the Required Standard of Dealings and the required standard set out in the Own Code of Conduct during the Period.

SHARE OPTION SCHEME

A share option scheme (the “**Share Option Scheme**”) was approved and adopted by way of written resolutions of the Shareholders on 18 May 2018 (the “**Adoption Date**”), which became effective on the Listing Date. The purpose of the Scheme is to advance the interests of our Company and the Shareholders by enabling our Company to grant options to attract, retain and reward the eligible persons and to provide the eligible persons an incentive or reward for their contribution and enabling such persons’ contribution to further advance the interests of our Group.

No share option has been granted or agreed to be granted by the Company under the Share Option Scheme since the adoption date and up to the date of this report. Therefore, no share options lapsed or were exercised or cancelled during the Period and there were no outstanding share options as at 31 March 2021.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 31 March 2021, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO") which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to Section 352 of the SFO, to be recorded in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

Long position in the Shares

Name of Director/ Chief Executive	Capacity/Nature of interest	Number of Shares/ underlying Shares interested ^(Note 1)	Percentage of the Company's issued Shares
Dr. Tan Cher Sen Alan ("Dr. Alan Tan")	Interest of a controlled corporation ^(Note 2)	390,000,000 (L)	75%*

Notes:

- (1) The Letter "L" denotes the person's long position in the relevant Shares.
- (2) These Shares are held by Cher Sen Holdings Limited ("Cher Sen"). The entire issued shares of Cher Sen are legally and beneficially owned by Dr. Alan Tan, the chairman of the Board and an executive Director. Accordingly, Dr. Alan Tan is deemed to be interested in all the Shares held by Cher Sen under Part XV of the SFO.
- * The percentage represents the total number of the Shares and the underlying Shares interested, if any, divided by the number of Shares in issue of 520,000,000 as at 31 March 2021.

Saved for the disclosed above, as at 31 March 2021, none of the Directors nor the chief executive of the Company had any interests and short positions in any Shares, underlying Shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be recorded in the register referred to therein pursuant to Section 352 of the SFO; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

Long position in the shares of associated corporation

Name of Director/ Chief Executive	Name of associated corporation	Capacity/ Nature of interest	Number of shares held	Percentage of interest
Dr. Alan Tan ^(Note 2)	Cher Sen ^(Note 1)	Beneficial owner	1	100%

Notes:

- (1) Cher Sen is a direct Shareholder and is an associate corporation of the Company within the meaning of Part XV of the SFO.
- (2) Dr. Alan Tan is a director of Cher Sen.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTEREST AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 31 March 2021, so far as is known to the Directors, the following entity, other than the Directors and the chief executive of the Company, had interests on short positions in the Shares and underlying Shares as recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name of Shareholder	Capacity/ Nature of interest	Number of Shares interested or held ^(Note 1)	Percentage of interest
Cher Sen ^(Note 2 and 3)	Beneficial owner	390,000,000 (L)	75%*

Notes:

- (1) The Letter "L" denotes the entity's long position in the relevant Shares.
- (2) Cher Sen is a direct Shareholder of the Company.
- (3) Cher Sen is legally and beneficially owned as to 100% by Dr. Alan Tan.

* The percentage represents the number of the Shares interested divided by the number of Shares in issue of 520,000,000 as at 31 March 2021.

Saved for the disclosed above, as at 31 March 2021, so far as is known by or otherwise notified to the Directors, no other entity (other than a Director or the chief executive of the Company) had interests and short positions in the Shares and underlying Shares as required to be recorded in the register to be kept by the Company under Section 336 of the SFO.

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTERESTS IN COMPETING BUSINESS

None of the Directors or the controlling Shareholders or their respective close associates (as defined under the GEM Listing Rules) had any business or interest in a business apart from the Group's business which had competed or was likely to compete, either directly or indirectly, with the businesses of the Group and any other conflicts of interest which any such person or entity had or might have with the Group during the Period.

COMPLIANCE ADVISER'S INTERESTS IN THE COMPANY

As at 31 March 2021, as notified by the Company's compliance adviser, Titan Financial Services Limited (the "Titan"), save for the compliance agreement dated 25 January 2018 and entered into between the Company and Titan concerning the fees payable by the Company to Titan for acting in the capacity of compliance adviser in accordance with Rule 6A.19 of the GEM Listing Rules, none of Titan or its directors, employees or close associates (as defined in the GEM Listing Rules) had any interests in the securities of the Company or any members of the Group (including options or rights to subscribe for such securities) as at 31 March 2021, which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the Period, the Company did not redeem any of its listed securities, nor did the Company or any subsidiaries purchase or sell such securities.

REVIEW BY AUDIT COMMITTEE

The Company has established the Audit Committee on 18 May 2018 with written terms of reference in compliance with code provision C.3 of the Corporate Governance Code as set out in Appendix 15 of the GEM Listing Rules and Rules 5.28 to 5.33 of the GEM Listing Rules. The primary duties of the Audit Committee are, among other things, to make recommendations to the Board on the appointment, re-appointment and removal of external auditors and to review and monitor the financial reporting process, risk management and internal control systems by the Group. The Audit Committee comprises three independent non-executive Directors (the “INEDs”), namely Mr. Low Wee Siong, Mr. Soh Sai Kiang and Mr. Kevin John Chia. Mr. Low Wee Siong is the chairman of the Audit Committee. The Audit Committee has reviewed the unaudited condensed consolidated financial statements and this report and is of the view that such statements and report have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and other legal requirements, and that adequate disclosures have been made.

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

Singapore, 5 May 2021

As at the date of this report, the executive Directors is Dr. Tan Cher Sen Alan (Chairman); and the INEDs are Mr. Low Wee Siong, Mr. Soh Sai Kiang and Mr. Kevin John Chia.