



ADDITIONAL INFORMATION REQUESTED BY BURSA MALAYSIA SECURITIES BERHAD
("BURSA SECURITIES") ON 25 OCTOBER 2023

Company : TDM BERHAD ("TDM" OR "COMPANY")
Type : TRANSACTIONS (CHAPTER 10 OF THE LISTING REQUIREMENTS):
NON-RELATED PARTY TRANSACTIONS
Subject : PROPOSED SALE AND PURCHASE OF 6,000,000 ORDINARY SHARES
OF HOSPITAL BERSALIN RAZIF SDN BHD (REGISTRATION NO.:
(199501032955 (362157-K)) ("HBR") ("SALE SHARES")
REPRESENTING 100% EQUITY INTEREST IN HBR BY KUMPULAN MEDIC
IMAN SDN BHD ("KMI" and "PURCHASER"), A SUBSIDIARY OF TDM
("PROPOSED TRANSACTION")

(Unless otherwise defined, the abbreviations used throughout this announcement are the same as those previously defined in the Announcement.)

We refer to the announcement dated 24 October 2023 ("Announcement") and the email from Bursa Securities dated 25 October 2023 in relation to the same.

The Board of Directors of TDM ("Board") wishes to provide the following additional information requested by Bursa Securities:

Section 1

- 1) To incorporate the details of the final adjustments in respect to the Purchase Consideration.

The final adjustments will be in relation to Net Book Value of Property, Plant and Equipment ("PPE") and Inventory value at completion date after the vendor met all required Conditions Precedent ("CP").

Section 2.2

- 2) To provide the summary of the latest audited financial information on HBR, including but not limited to revenue, profit/loss after tax, borrowings, net assets/liabilities.

FY2021 audited financial information for Hospital Bersalin Razif Sdn Bhd:

Revenue:	RM7,646,412
Loss before tax:	(RM411,965)
Loss after tax:	(RM747,869)
Borrowings:	RM2,236,528
Net current liabilities:	(RM235,687)
Net tangible asset:	RM3,512,701

Section 2.4

- 3) Given that the market value of the properties of RM6,590,000 is inclusive in the valuation carried out by the auditor, please provide the details of the properties, including the description / identification, tenure, existing use, ages of building & encumbrances (if any), date and method of valuation and net book value of each property based on the audited financial statements.

1	Description/identification	Lot Nos. PT 2945 - PT 2947. Nos. 33, 35 and 37, Jalan Seri Sarawak 20A/KS2, Taman Seri Andalas, 41200 Klang, Selangor Darul Ehsan.																
		<table><thead><tr><th>Lot Nos</th><th>Title Nos</th><th>Unit Nos</th><th>Land Area (sq. metres)</th></tr></thead><tbody><tr><td>PT 2945</td><td>HSM 1708</td><td>33</td><td>364.98</td></tr><tr><td>PT 2946</td><td>HSM 1709</td><td>35</td><td>163.52</td></tr><tr><td>PT 2947</td><td>HSM 1710</td><td>37</td><td>163.52</td></tr></tbody></table>	Lot Nos	Title Nos	Unit Nos	Land Area (sq. metres)	PT 2945	HSM 1708	33	364.98	PT 2946	HSM 1709	35	163.52	PT 2947	HSM 1710	37	163.52
Lot Nos	Title Nos	Unit Nos	Land Area (sq. metres)															
PT 2945	HSM 1708	33	364.98															
PT 2946	HSM 1709	35	163.52															
PT 2947	HSM 1710	37	163.52															
2	Tenure	Leasehold 99 years expiring on 21st April 2092																
3	Existing use	The 3 units of 3-storey shop offices currently being used as maternity hospital namely Hospital Bersalin Razif																
4	Ages of building	The subject properties have been issued with a Certificate of Fitness for Occupation by Majlis Perbandaran Klang dated 13th September 2007. As at todate (October 2023), the building age is around 16 years.																
5	Encumbrances (if any)	Lots Nos. PT 2945-PT 2947: Charged to BANK PERUSAHAAN KECIL & SEDERHANA MALAYSIA BERHAD vide Presentation No. 10850/2012 registered on 24th October 2012.																
6	Date of valuation	30th June 2022																
	Basis of valuation	Market Value																
	Method of valuation	Comparison Method																
7	Net book value of each property	As at 31st December 2021, 3 lots-storey: NBV RM1,415,476																

- 4) To state the date of the valuation carried out by the auditor, Spring Galaxy Advisory Sdn Bhd.

The report date is 10 January 2023.

Section 2.5

- 5) To indicate the expected timeline for the final audit mentioned under Section 2.5.1 to be completed.

The expected timeline for completion of final audit will be between 24 April of 2024 to 22 May 2024.

- 6) For the renewal of the tenancy arrangement mentioned under Section 2.5.2(l), please clarify more on the renewal arrangement, of which the information shall include the parties involved in signing the renewal document/agreement, the commencement date and tenure of the renewed tenancy and the agreed rental per annum/per month.

Parties	:	Between HBR and Radha Krishna A/L D. Somu Naidu (landlord)
Commencement date	:	Expected renewal date on 24 April 2024.
Tenure of the renewed tenancy	:	3 + 3 years (3 years with option to renew for another 3 years)
Agreed rental per annum/per month	:	RM 6,000 per month

Section 3

- 7) To elaborate further on how the acquisition of HBR could create better economic value and earnings potential for TDM by providing some details on TDM's current involvement in the healthcare business (if any) and the synergistic impact/benefits to be derived from the acquisition.

The economic value and earnings potential shall be derived through the followings:

- Presence of another KMI Hospital (under TDM) in a new geographical area within central region. Currently there are two KMI hospitals operating in the Klang Valley namely KMI Kelana Jaya Medical Centre and KMI Taman Desa Medical Centre situated in Kelana Jaya and Taman Desa, Jalan Klang Lama respectively.
- Creation of new revenue streams through the introduction of Paediatric discipline and services, leveraging on relatively high maternity cases at Hospital Bersalin Razif.
- Cross-hospital enhancement of Obstetrics and Gynaecology (O&G) services by utilising the expertise of Dato' Dr Razif.

Kumpulan Medic Iman Sdn Bhd (KMI) which is the subsidiary of TDM Berhad is currently operating 5 other private medical centres as follows:

- KMI Kuantan Medical Centre (Kuantan, Pahang)
- KMI Kuala Terengganu Medical Centre (Kuala Terengganu, Terengganu)
- KMI Kelana Jaya Medical Centre (Kelana Jaya, Selangor)
- KMI Taman Desa Medical Centre (Taman Desa, Kuala Lumpur)
- KMI Tawau Medical Centre (Tawau, Sabah)

Section 7.3

- 8) To state the financial effect on the gearing given that the Purchase Consideration is fully financed by the bank borrowings.

Gearing ratio is 0.74 before the acquisition of HBR. 0.76 if the Purchase Consideration is fully financed by the bank borrowings.

This announcement is dated 26 October 2023.