



MINDCHAMPS PRESCHOOL LIMITED
(Company Registration Number: 200814577H)
(Incorporated in the Republic of Singapore on 25 July 2008)

ACQUISITION OF MINDCHAMPS PRESCHOOL @ BUANGKOK PRIVATE LIMITED

DBS Bank Ltd. was the sole issue manager, bookrunner and underwriter (the **"Sole Issue Manager, Bookrunner and Underwriter"**) for the initial public offering of shares in, and listing of, the Company on the Mainboard of the SGX-ST in November 2017. The Sole Issue Manager, Bookrunner and Underwriter assumes no responsibility for the contents of this announcement.

The Board of Directors (the **"Board"**) of MindChamps PreSchool Limited (the **"Company"**) is pleased to announce that the Company's wholly-owned subsidiary, MindChamps PreSchool Singapore Pte. Limited, has entered into a Share Purchase Agreement with Zhao ShuZhen to purchase the entire shareholding in MindChamps PreSchool @ Buangkok Private Limited (the **"Target"**), at a total consideration of S\$3,230,000 (the **"Consideration"**).

The Consideration was arrived at on an arms' length, willing-seller-willing-buyer basis, after taking into account various factors such as the existing assets, goodwill, financial position and business prospects of the Target. The Consideration is intended to be satisfied from a combination of cash from the Company's IPO proceeds and an acquisition loan, and is to be paid upon completion of the Share Purchase Agreement, subject to satisfaction of conditions precedent. As at 30 September 2018 (based on the unaudited management accounts of the Target), the book value of the Target was S\$495,130 and the net tangible asset value of the Target was S\$438,950.

The above acquisition is in the ordinary course of expansion of the Company's business and is announced pursuant to Rule 704(17)(c) of the Singapore Exchange Securities Trading Limited Listing Manual. The said acquisition is expected to have a positive impact on the consolidated earnings per share and/or net tangible assets per share of the Group for the financial year ending 31 December 2019.

None of the directors or substantial shareholders of the Company have any interest, directly or indirectly, in the said transaction save for their interest arising by way of their shareholdings and/or directorships, as the case may be, in the above transaction.

MindChamps PreSchool Limited
17 June 2019