

EGM PRESENTATION

14 September 2015



cordlife— A Consumer Healthcare Company, listed on the Mainboard of SGX-ST.



Cordlife Singapore, Hong Kong & India are
BB Accredited

www.cordlife.com
Singapore | Hong Kong | India
Indonesia | Philippines



Background to Investment in CCBC



**Acquired
10% Equity
Interest in
CSC South¹
which holds
100% of the
Equity
Interest of
GZ²**

**30 October
2009**

**10% Equity
Interest in
CSC South
transferred
to Cordlife
(Hong Kong)
Limited**

**23 September
2010**

**Acquired
10% Equity
Interest in
CCBC and
Disposed
10% Equity
Interest in
CSC South**

**12 November
2012**

**Acquired 7%
Senior
Unsecured
Convertible
Note Due
2017 issued
by CCBC**

**10 November
2014**

¹China Stem Cell (South) Company Limited (“CSC South”), held the entire equity interest in Guangzhou Tianhe Nuoya Biology Engineering Co., Ltd. (“GZ”).

²GZ is the operator of the sole cord blood banking licensee in the Guangdong province in the People’s Republic of China.



Background to Proposed Disposal

Proposed Disposal

**CCBC
announces
receipt of non-
binding “Going
Private”
Proposal from
GM**

**27 April
2015**

**KKR Enters
into
Conditional
Agreement
with GM**

**4 May
2015**

**Cordlife Enters
into
Conditional
Agreement
with GM**

**8 May
2015**

**Cordlife
announces
Rejection of
Unsolicited
Offer from
Robust Plan**

**7 July
2015**

**Cordlife
announces
Receipt of
Unsolicited
Revised Offer
from Robust
Plan**

**3 August
2015**

**CCBC
announces
receipt of non-
binding offer to
acquire its
assets from
Nanjing**

**6 August
2015**

**Cordlife
Despatches
Circular to
Convene
EGM**

**26 August
2015**

**Magnum 2
Acquires KKR
Notes.
Undertakes to
Grant Call
Option to GM**

**26 August
2015**

**Cordlife
announces
Withdrawal of
Unsolicited
Revised Offer
from Robust
Plan**

**8 September
2015**



Proposed Disposal Of CCBC Shares And Convertible Note (Cash Flow Perspective)

CCBC Shares

**Proceeds From Disposal
of CCBC Shares³:
S\$65.5 million**

**Cash Invested: S\$18.8
million**

**Potential Cash Profit
(Total Proceeds From
Disposal – Total Cash
Invested):
(S\$65.5 – S\$18.8) million
S\$46.7 million**

Convertible Note

**Proceeds From Disposal
of Convertible Note⁴ :
S\$86.1 million**

**Cash Invested:
S\$57.2 million**

**Potential Cash Profit
(Total Potential Proceeds
– Total Cash Invested):
(S\$86.1 – S\$57.2) million
S\$28.9 million**

Interest Income

**Interest Income from
Convertible Note and
Loan to Magnum⁵ :
S\$7.1 million**

**Interest Expense from
Medium Term Notes⁶:
S\$6.0 million**

**Net Interest Income
S\$1.1 million**

³The product of 7,314,015 shares and US\$6.40 per share, assuming an exchange rate of US\$1.00:S\$1.40

⁴The aggregate of US\$5.1 million and the product of 8,809,020 Conversion Shares and US\$6.40 per Conversion Share, assuming an exchange rate of US\$1.00:S\$1.40

⁵For the period from 11 November 2014 to assumed completion date of 16 November 2015

⁶For the period from 11 November 2014 to assumed completion date of 16 November 2015



Proceeds from Proposed Disposal Of CCBC Shares And Convertible Note

**Proceeds From Disposal Of CCBC Shares and Convertible Note:
S\$151.6 million**

**Loan Repayment from Magnum
S\$64.2 million**

**Redemption of S\$120 million Medium Term Notes:
S\$120.0 million**

**Net Cash Inflow:
S\$151.6 million + S\$64.2 million – S\$120.0 million
= S\$95.8 million**



Proposed Disposal Of CCBC Shares And Convertible Note (Accounting Perspective)

<u>INVESTMENT IN CCBC'S SHARES</u>			PL / Retained Earnings	BS	Total movement
	S\$'000	Share of results of associate	S\$'000	S\$'000	S\$'000
Acquisition of 10% Indirect Interest in GZ	13,885	FY2010	577		
Proceeds from disposal of Indirect Interest in GZ	20,614	FY2011	1,675		
Total movement	6,729	FY2012	2,091		
		1QFY2013	854		
		Gain on disposal of associate	2,729		
		Foreign currency translation		(1,197)	
			7,926	(1,197)	6,729
	S\$'000	Share of results of associate			
Acquisition of 7.3 mil CCBC shares at US\$2.85/share	25,701	FY2013	1,899		
Balance as at 30 June 2015 (at fair value)	60,858	1QFY2014	(2,139)		
Total movement	35,157				
		Fair value gain			
		Gain on transfer from assoc to financial asset designated at fair value through PL	6,298		
		2Q to 4Q FY2014	18,716		
		FY2015	10,364		
		Foreign currency translation	-	19	
			35,138	19	35,157
		Total impact to PL/Retained Earnings	43,064		

Proposed Disposal Of CCBC Shares And Convertible Note (Accounting Perspective)

			PL / Retained Earnings	BS	Total movement
	S\$'000		S\$'000	S\$'000	S\$'000
Acquisition of Convertible Note @US\$5.0/share for 8,809,020 shares	57,197	Fair value gain			
Balance as at 30 June 2015 (at fair value)	76,184	FY2015	12,922		
Total movement	<u>18,987</u>				
		Exchange gain	3,662		
		Interest income	2,403		
			<u>18,987</u>	-	<u>18,987</u>



Rationale for Proposed Disposal



- The Proposed Disposal represents an opportunity for the Group to realise its investment in CCBC at a time when the continued listing status and future business direction of CCBC is uncertain
- Proceeds from the Proposed Disposal may be used for the Group's future business expansion, including expanding operations in the Group's existing geographical footprint, which includes the PRC
- Proceeds from the Proposed Disposal may also be used to deleverage the financial position of the Company and/or for distribution to Shareholders

QUESTIONS

cordlife 
one chance, one choice.



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