

CORDLIFE GROUP LIMITED
(Company Registration No.: 200102883E)
(Incorporated in the Republic of Singapore)

**TAKE-OVER OFFER TO ACQUIRE ALL THE REMAINING ORDINARY SHARES IN STEMLIFE
BERHAD NOT ALREADY OWNED BY CORDLIFE GROUP LIMITED**

- OFFER DECLARED UNCONDITIONAL

The Board of Directors ("**Board**") of Cordlife Group Limited (the "**Company**"), refers to the Company's announcement on 12 November 2015 (the "**Initial Announcement**") that the Company had, through Maybank Investment Bank Berhad, served a notice of conditional mandatory take-over offer (the "**Offer**") on the board of directors of StemLife Berhad ("**StemLife**") to acquire all the remaining ordinary shares of RM0.10 each in the capital of StemLife not already owned by the Company (the "**Offer Shares**").

Further to the Initial Announcement, the Board wishes to announce that the Company has today acquired 2,700,000 shares in the share capital of StemLife (the "**Acquisition**"). The aggregate cash consideration paid for the StemLife shares which were purchased on the Bursa Malaysia market is RM1,215,000 (approximately S\$406,355), being RM0.45 per StemLife share.

As a result of the Acquisition, the Company's stake in StemLife has increased from approximately 48.94% to approximately 50.03%. Upon settlement of the Acquisition, StemLife will become a subsidiary of the Company.

The Acquisition is not expected to have any material impact on the net assets per share or earnings per share of the Company for the current financial year ending 30 June 2016.

Also as a result of the Acquisition, the Offer has been declared unconditional as to acceptances today.

A copy of the press notice dated 7 December 2015 issued by Maybank Investment Bank Berhad on behalf of the Company in relation to the Offer becoming unconditional is annexed to this announcement.

The Offer is open for acceptances until 5.00 p.m. (Malaysian time) on 28 December 2015 unless revised or extended in accordance with the Malaysian Code on Take-Overs and Mergers, 2010.

Dr Ho Choon Hou and Mr Yee Pinh Jeremy, who are directors of the Company ("**Directors**"), are also directors of StemLife. Save for the foregoing, none of the Directors and controlling shareholders of the Company have any interest, direct or indirect, in the Acquisition.

By Order of the Board
CORDLIFE GROUP LIMITED

Mr. Yee Pinh Jeremy
Director
7 December 2015

ANNEX



Maybank Investment Bank

Maybank Investment Bank Berhad (15938-H)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

FOR IMMEDIATE RELEASE

Date: 7 December 2015

To:

Securities Commission
Bursa Malaysia Securities Berhad
StemLife Berhad
Berita Harian
Utusan Malaysia & Utusan Melayu
The Star
Bernama
The New Straits Time Press (M) Bhd
The Edge Financial Daily
The Malaysian Reserve
The Sun
Nanyang Siang Pau Sdn Bhd
Sin Chew Jit Poh (Malaysia)
China Press

Attention:

YBhg. Datuk Ranjit Ajit Singh
Mr. Inderjit Singh
Mr. Sophian Bin Abdul Rahman
En. Saidon Idris
En. Mowardi Mahmud
Mr Risen Jaya Seelan Dennis
YBhg. Datuk Zakaria Abd Wahab
En. Mohammad Khaidir Abdul Majid
En. Azam Aris
En. Halim Wahab
Ms Kang Siew Li
Ms. Tong Siok Ching
Ms. Low Sow Wan
Ms. Loh Yee Wei

Fax No.:

03- 6201 5158
03- 2732 5258
03- 2164 9808
03- 2056 7081 / 2056 7082
03- 9223 0957 / 9223 6031
03- 7957 0694
03- 2694 9636
03- 2056 7148
03- 7721 8038 / 7721 8018
03- 6211 1852
03- 7785 2624 / 7785 2625
03- 7872 6993
03- 7955 8379 / 7955 6881
03- 2282 7125

CORDLIFE GROUP LIMITED ("OFFEROR")

CONDITIONAL TAKE-OVER OFFER BY THE OFFEROR THROUGH MAYBANK INVESTMENT BANK BERHAD ("MAYBANK IB") TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM0.10 EACH IN STEMLIFE BERHAD ("STEMLIFE") NOT ALREADY OWNED BY THE OFFEROR ("OFFER SHARES") FOR A CASH OFFER PRICE OF RM0.45 PER OFFER SHARE ("OFFER")

(Unless otherwise stated, the words and abbreviations used herein shall have the same meaning as defined in the offer document in relation to the Offer dated 3 December 2015 which sets out the details, terms and condition of the Offer together with the Form of Acceptance and Transfer ("Offer Document")).

We refer to the Offer Document.

On behalf of the Offeror, we wish to inform you that the Offeror had today acquired 2,700,000 Offer Shares, representing 1.09% of the issued and paid-up share capital of StemLife through open market purchases ("**Acquisition**"). After the Acquisition, the Offeror holds a total of 123,831,480 StemLife Shares, representing 50.03% of the issued and paid-up share capital of StemLife as at 5.00 p.m. (Malaysian time) on 7 December 2015. In view of this, **the Acceptance Condition has been fulfilled and the Offer has become wholly unconditional on 7 December 2015 ("Unconditional Date")**.

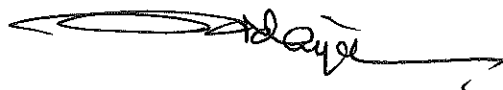
All other details, terms and condition of the Offer as set out in the Offer Document shall remain unchanged.

In compliance with Section 26(1) of the Code, on behalf of the Offeror, Maybank IB wishes to announce that the level of acceptances of the Offer as at 5.00 p.m. (Malaysian time) on the Unconditional Date is as follows:

	No. of StemLife Shares	% of total issued and paid-up share capital of StemLife
StemLife Shares held by the Offeror as at the posting of the Offer Document on 3 December 2015 (" Posting Date ")	81,742,880	33.03
Offer Shares for which acceptances of the Offer (which are complete and valid in all respects) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on the Unconditional Date	-	-
Offer Shares agreed to be acquired by the Offeror (other than by way of acceptances of the Offer) after the Posting Date up to 5.00 p.m. (Malaysian time) on the Unconditional Date	-	-
Offer Shares acquired by the Offeror (other than by way of acceptances of the Offer) after the Posting Date up to 5.00 p.m. (Malaysian time) on the Unconditional Date	42,088,600	17.00
	123,831,480	50.03
Offer Shares for which acceptances of the Offer have been received by the Offeror (which are subject to verification) after the Posting Date up to 5.00 p.m. (Malaysian time) on the Unconditional Date	45,000	0.02
	45,000	0.02

The Offer will remain open for acceptances until 5.00 p.m. (Malaysian time) on 28 December 2015 unless extended in accordance with the Code or as the Offeror may decide and announced by Maybank IB, on behalf of the Offeror, at least two (2) days before the Closing Date. Notices of such extension will be posted to the Holders accordingly.

Yours faithfully
For and on behalf of
MAYBANK INVESTMENT BANK BERHAD



Hidayah Hassan
Director
Co-Head, Corporate Finance



Vanesse Chin
Associate Director
Corporate Finance

c.c. *Cordlife Group Limited*