

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

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

**- NOTICE PURSUANT TO SUBSECTION 223(2) OF THE CAPITAL MARKETS AND
SERVICES ACT, 2007 OF MALAYSIA**

The Board of Directors ("**Board**") of Cordlife Group Limited (the "**Company**") refers to the Company's announcements on 10 November 2016 and 17 November 2016 that the Company had, through Maybank Investment Bank Berhad ("**Maybank IB**"), served a notice and supplemental notice respectively on the board of directors of StemLife Berhad ("**StemLife**"), to notify it of the Company's intention to acquire all the remaining ordinary shares in the capital of StemLife not already owned by the Company (the "**Offer Shares**") (the "**VGO**").

As at 5.30 p.m. today, the Company received valid acceptances in respect of 3,530,300 Offer Shares.

Accordingly, as at the date of this announcement, the Company owns or has agreed to acquire an aggregate of 233,289,779 shares in the share capital of StemLife, representing approximately 94.25% of the total number of issued and paid-up capital of StemLife.

Maybank IB had on 14 December 2016, on behalf of the Company, despatched a notice pursuant to Subsection 223(2) of the Capital Markets and Services Act, 2007 of Malaysia, to the shareholders of StemLife who have not accepted the VGO, informing them that they may elect to exercise their rights to require the Company to acquire their StemLife shares (the "**Notice**").

A copy of the press notice dated 14 December 2016 in relation to the Notice issued by Maybank IB on behalf of the Company is annexed to this Announcement.

Dr Ho Choon Hou, who is a director of the Company, is also a director of StemLife. Save for the foregoing, none of the directors and controlling shareholders of the Company has any interest, direct or indirect, in the VGO.

The Company will make further announcements as and when appropriate.

By Order of the Board
CORDLIFE GROUP LIMITED

Dr. Wong Chiang Yin
Executive Director and Group Chief Executive Officer
14 December 2016

ANNEX



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

FOR IMMEDIATE RELEASE

Date: 14 December 2016

To:	Attention:	Fax No.:
Securities Commission	YBhg. Tan Sri Dato' Seri Ranjit Ajit Singh	03- 6201 5158
Bursa Malaysia Securities Berhad	Mr. Inderjit Singh	03- 2732 3267
StemLife Berhad	Mr. Sophian Bin Abdul Rahman	03- 2164 9808
Berita Harian	En. Ahmad Zaini Kamarulzaman	03- 2056 7081 / 2056 7082
Utusan Malaysia & Utusan Melayu	En. Mowardi Mahmud	03- 9222 7876 / 9223 0911
The Star	Mr. P. Gunasegaram	03- 7957 0694
Bernama	Pn. Salbiah Said	03- 2694 9636
The New Straits Time Press (M) Bhd	En. Mustapha Kamil	03- 2056 7148
The Edge Financial Daily	Mr. M Shanmugam	03- 7721 8038 / 7721 8018
The Malaysian Reserve	En. Halim Wahab	03- 6211 1852
The Sun	Mr. Toh Lye Huat	03- 7785 2624 / 7785 2625
Nanyang Siang Pau Sdn Bhd	Ms. Tong Siok Ching	03- 7872 6993
Sin Chew Jit Poh (Malaysia)	Ms. Low Sow Wan	03- 7955 8379 / 7955 6881
China Press	Ms. Loh Yee Wei	03- 2282 7125

CORDLIFE GROUP LIMITED (“OFFEROR”)

NOTICE PURSUANT TO SUBSECTION 223(2) OF THE CAPITAL MARKETS AND SERVICES ACT, 2007 (“CMSA”) IN RESPECT OF THE UNCONDITIONAL 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”) (“STEMLIFE SHARES”) NOT ALREADY OWNED BY THE OFFEROR (“OFFER SHARES”) FOR A CASH OFFER PRICE OF RM0.575 PER OFFER SHARE (“OFFER”) (“NOTICE”)

(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 1 December 2016 (“Offer Document”))

We refer to the supplemental notice dated 16 November 2016 served by Maybank IB, on behalf of the Offeror, on the Board of Directors of StemLife and the Offer Document.

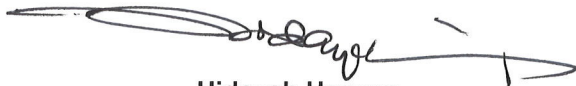
On behalf of the Offeror, Maybank IB wishes to inform that the Offeror had on 14 December 2016, despatched the Notice, in accordance with Subsection 223(2) of the CMSA to the holders of StemLife who have not accepted the Offer (“**Holders**”), informing them that they may elect to exercise their rights to require the Offeror to acquire their StemLife Shares.

Pursuant to the Offer Document, the closing time and date of acceptances of the Offer are 5.00 p.m. (Malaysian time) on 22 December 2016 (“**First Closing Date**”) or such later date(s) as may be announced by us on behalf of the Offeror, no later than two (2) days before the closing date (“**Closing Date**”).

Premised on the above, the Offer is still open for acceptance. If the Holders wish to accept the Offer prior to the closing time and date as mentioned above, the Holders are advised to refer to the Offer Document for the details, terms and condition of the Offer and the procedures for acceptance of the Offer.

The Offer will remain open for acceptances until 5.00 p.m. (Malaysian time) on the Extended Closing Date, unless extended in accordance with the Rules or as the Offeror may decide and announced by Maybank IB, on behalf of the Offeror, no later than two (2) days before the Extended Closing Date. Holders who have yet to accept the Offer are advised to refer to the Offer Document for the details, terms and condition of the Offer and the procedures for acceptance of the Offer as well as the Independent Advice Circular issued by the Independent Adviser.

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*