Invitation in respect of 45,000,000 New Shares of US$0.05 each comprising:-

(1) 18,000,000 Offer Shares at S$0.306 for each Offer Share by way of public offer; and
(2) 27,000,000 Placement Shares by way of placement, comprising:
   (i) a minimum of 18,000,000 Placement Shares at US$0.18 for each Placement Share; and
   (ii) up to 9,000,000 Reserved Shares at US$0.18 for each Share reserved for the employees, Directors and business associates of the Group, including:
      (a) 50,000 Reserved Shares for a Non-Executive Director; and
      (b) 50,000 Reserved Shares for an Independent Director.

Application has been made to the Stock Exchange of Singapore Limited (“SES”) for permission to deal in, and for quotation of all the ordinary shares of US$0.05 each (“Shares”) in the capital of Medtecs International Corporation Limited (“the Company”) in respect of the Shares as well as any shares which are the subject of this Invitation. Such permission will be granted when the Company has been admitted to the Official List of the SESDAQ. Acceptance of applications will be conditional upon the payment of the full issue price of US$0.18 for each of the Shares as well as the Shares. Quotations on or dealing in the Shares will be in US dollars.

Moneys paid in respect of any application accepted and not returned will be credited to the Company’s bank account at the applicant’s own risk, if the said permission is not granted. The SES assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained in this Prospectus.

A copy of this Prospectus has been lodged with, and registered by, the Registrar of Companies and Businesses in Singapore who take no responsibility for its contents.

A copy of this Prospectus, together with copies of the Application Forms, has been filed with the Registrar of Companies in Bermuda. The Bermuda Monetary Authority has given its consent to the issue of the New Shares pursuant to the Invitation on the terms referred to in this Prospectus. It has also given its consent to the issue of the Shares referred to in the Prospectus.

Acceptance of the invitation or application for the Shares will be conditional upon admission to the Official List of the SESDAQ. Admission to the Official List will be subject to the Company satisfying any requirements which may be imposed by the Authority.

A Premier Manufacturer of Medical Consumables

- Original product manufacturer to large medical MNC distributors, pharmaceutical companies and hospital groups in USA and Europe;
- Distributes medical devices in Asia Pacific;
- Manufacturer, supplier and distributor of medical consumables to the healthcare industry;
- Markets medical consumables under its own brandname “MEDTECS” in Asia Pacific.

Main Products:
- Medical Consumables include:
  - Anti-static surgical attire
  - Surgical drapes
  - Disposable items like surgical masks, caps, boot covers and surgical gowns
  - Crochet blankets and bed linens
  - Patients’ apparel
  - Medical bandages
  - Maternity and infant apparel
  - Special purpose materials like anti-static and flame retardant fabrics

- Medical Devices include:
  - Nebulisers for treatment of respiratory ailments
  - Digital blood pressure monitoring equipment

Key Financial Highlights

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Turnover (US $ million) | Profit Before Tax (US $ million) |
Competitive Strengths

- Fully Integrated Production Facility
  - Capability to meet diverse customer design requirements and specifications

- Cost Advantage
  - Efficiency in manufacturing operations
  - Low cost producer vs sales in USA and Europe

- Wide Product Range

- Multi-Tiered Distribution Channels
  - MNC distributors
  - Healthcare institutions
  - Pharmaceutical companies

- Strategic Customers
  - Repeat sales averaging 93% in the past 3 years

Growth Strategies

- Market Development
  - Increase sales to existing customers
  - Widen customer base

- Market Penetration
  - Establish new markets through focused marketing
  - Promote own brand “MEDTECS” in Asia Pacific

- Product Development
  - Continuously introduce innovative products to new market segments

- Strategic Alliances with International Research Institutes