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BRILLIANT CHAPTER LIMITED

(Incorporated in the Republic of Seychelles with limited liability)

**PROSTEN HEALTH HOLDINGS
LIMITED**

長達健康控股有限公司

*(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8026)*

JOINT ANNOUNCEMENT

**(1) CLOSE OF UNCONDITIONAL MANDATORY
CASH OFFER BY
ETERNAL PEARL SECURITIES LIMITED
FOR AND ON BEHALF OF
BRILLIANT CHAPTER LIMITED
FOR ALL THE ISSUED SHARES IN
PROSTEN HEALTH HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR
TO BE ACQUIRED BY
BRILLIANT CHAPTER LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)
AND
(2) RESULTS OF THE OFFER**

**Financial adviser to
Brilliant Chapter Limited**

ODYSSEUS
CAPITAL ASIA LIMITED
奧漸資本亞洲有限公司

**Financial Adviser to
Prosten Health Holdings Limited**

 **KINGSTON CORPORATE FINANCE**

CLOSE OF THE OFFER

The Offer made by Eternal Pearl for and on behalf of the Offeror closed at 4:00 p.m. on Friday, 2 February 2018 and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. on Friday, 2 February 2018, being the latest time and date for acceptance of the Offer as set out in the Composite Document, the Offeror had received valid acceptances in respect of a total of 64,813,000 Offer Shares under the Offer, representing approximately 5.35% of the total number of Shares in issue as at the date of this joint announcement.

SETTLEMENT OF THE OFFER

Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of the acceptances of the Offer) payable for the Offer Shares tendered under the Offer have been, or will be despatched to the accepting Independent Shareholders by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt by the Registrar of all the duly completed acceptance of the Offer and the relevant documents of title of the Offer Shares in respect of such acceptance to render the acceptance under the Offer complete and valid. The latest date for the despatching of remittances for the cash consideration due in respect of valid acceptances received under the Offer is Tuesday, 13 February 2018.

PUBLIC FLOAT

Immediately after the close of the Offer, subject to the due registration of the transfer of the Offer Shares acquired under the Offer to the Offeror (in respect of which valid acceptances were received), 388,644,431 Shares are held by the public (as defined in the GEM Listing Rules), representing approximately 32.09% of the total number of Shares in issue as at the date of this joint announcement. Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement as set out under Rule 11.23(7) of the GEM Listing Rules.

Reference is made to the composite offer and response document dated 12 January 2018 (the “**Composite Document**”) jointly issued by Brilliant Chapter Limited (the “**Offeror**”) and Prosten Health Holdings Limited (the “**Company**”) in relation to, amongst other things, the Offer. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Offer made by Eternal Pearl for and on behalf of the Offeror closed at 4:00 p.m. on Friday, 2 February 2018 (the “**Closing Date**”) and was not revised or extended by the Offeror.

RESULTS OF THE OFFER

As at 4:00 p.m. (being the latest time for acceptance of the Offer) on the Closing Date, the Offeror had received valid acceptances in respect of a total of 64,813,000 Offer Shares under the Offer, representing approximately 5.35% of the total number of Shares in issue as at the date of this joint announcement.

SHAREHOLDING STRUCTURE OF THE COMPANY

After Completion and immediately prior to the despatch of the Composite Document, the Offeror and parties acting in concert with it held an aggregate of 757,506,294 Shares, representing approximately 62.55% of the then total number of Shares in issue.

Immediately after the close of the Offer, taking into account the valid acceptances in respect of a total of 64,813,000 Offer Shares under the Offer, representing approximately 5.35% of the total number of Shares in issue as at the date of this joint announcement, the Offeror and parties acting in concert with it held an aggregate of 822,319,294 Shares, representing approximately 67.91% of the total number of Shares in issue as at the date of this joint announcement.

Save as disclosed above, none of the Offeror or parties acting in concert with it (i) held, controlled or directed any Shares and rights over Shares immediately prior to the commencement of the Offer Period; or (ii) had acquired or agreed to acquire any Shares or rights over the Shares during the Offer Period. Further, neither the Offeror nor any person acting in concert with it has borrowed or lent any securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period.

Set out below is the shareholding structure of the Company (i) immediately after Completion and as at the Latest Practicable Date; and (ii) immediately after the close of the Offer (subject to the due registration of the transfer of the Offer Shares acquired under the Offer to the Offeror) and as at the date of this joint announcement:

Shareholders	Immediately after Completion and as at the Latest Practicable Date		Immediately after the close of the Offer and as at the date of this joint announcement	
	<i>Number of Shares</i>	<i>Approximate % of issued Shares</i>	<i>Number of Shares</i>	<i>Approximate % of issued Shares</i>
The Offeror and parties acting in concert with it	757,506,294	62.55	822,319,294	67.91
Other Shareholders	453,457,431	37.45	388,644,431	32.09
Total	1,210,963,725	100.00	1,210,963,725	100.00

SETTLEMENT OF THE OFFER

Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of the acceptances of the Offer) payable for the Offer Shares tendered under the Offer have been, or will be despatched to the accepting Independent Shareholders by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt by the Registrar of all the duly completed acceptance of the Offer and the relevant documents of title of the Offer Shares in respect of such acceptance to render the acceptance under the Offer complete and valid. The latest date for the despatching of remittances for the cash consideration due in respect of valid acceptances received under the Offer is Tuesday, 13 February 2018.

PUBLIC FLOAT

Immediately after the close of the Offer, subject to the due registration of the transfer of the Offer Shares acquired under the Offer to the Offeror (in respect of which valid acceptances were received), 388,644,431 Shares are held by the public (as defined in the GEM Listing Rules), representing approximately 32.09% of the total number of Shares in issue as at the date of this joint announcement. Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement as set out under Rule 11.23(7) of the GEM Listing Rules.

By order of the board
Brilliant Chapter Limited
Zhang Chun Hua
Director

By order of the Board
Prosten Health Holdings Limited
Xu Zhigang
Chairman and executive Director

Hong Kong, 2 February 2018

As at the date of this joint announcement, the Board comprises three executive Directors, namely Mr. Xu Zhigang, Mr. Han Jun and Mr. Shi Liangsheng, one non-executive Director, namely, Mr. Chen Weixi and three independent non-executive Directors, namely Mr. Poon Yan Wai, Mr. Xu Xiaoping and Mr. Lam Kwok Cheong.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Offeror) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Offeror are Mr. Zhang Chun Hua and Ms. Zhang Chun Ping.

The directors of the Offeror accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

This joint announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the Company’s website at <http://www.prosten.com>.