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中達集團控股有限公司

CENTRAL WEALTH GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

VOLUNTARY ANNOUNCEMENT ACQUISITION OF EQUITY INTERESTS IN YOUBEIQIN (GUANGDONG) MEDICAL TECHNOLOGY CO., LTD* (廣東省友倍親醫藥科技有限公司)

This is a voluntary announcement made by Central Wealth Group Holdings Limited (the “**Company**”) to keep the shareholders of the Company and potential investors informed of the latest business developments of the Company and its subsidiaries (the “**Group**”).

ACQUISITION OF 51% EQUITY INTERESTS IN YOUBEIQIN (GUANGDONG) MEDICAL TECHNOLOGY CO., LTD.*

The board of directors (the “**Board**”) of the Company announced that Shenzhen Central Wealth Enterprise Consulting Co., Ltd.* (深圳中達企業諮詢有限公司) (“**Shenzhen Central Wealth**”), an indirect wholly-owned subsidiary of the Company, entered into an equity transfer agreement with the shareholder of Youbeiqin (Guangdong) Medical Technology Co., Ltd.* (廣東省友倍親醫藥科技有限公司) (“**Guangdong Youbeiqin**”), namely, Youbeiqin (Shenzhen) Medical Investment Co., Ltd.* (深圳友倍親醫療投資有限公司) (“**Shenzhen Youbeiqin**”) on 21 February 2022. It is agreed that 51% of the equity interests in Guangdong Youbeiqin held by Shenzhen Youbeiqin to be acquired by Shenzhen Central Wealth at RMB1 with a total capital contribution of RMB 2.55 million. Upon the completion of the equity transfer, the Group will hold 51% of the equity interests in Guangdong Youbeiqin, and Guangdong Youbeiqin will become a non-wholly owned subsidiary of the Group.

As of the date of this announcement, the Company is undergoing necessary registration for the change in equity interests in Guangdong Youbeiqin.

* For identification purpose only

Guangdong Youbeiqin will work together with the Group in the future and strive to create a comprehensive pharmaceutical company engaged in comprehensive outpatients, Chinese medicine clinics, research and development of Chinese medicine creams, production of private care gels and medical management training. Through a new model of online and offline integrated services by relying on the latest information technology and data analysis, it hopes to reconstruct the delivery model of medical services, and provide online follow-up after consultation, online consultation and drug delivery, video emergency consultation, health management and chronic disease management and other online and offline integrated medical services. While general clinics currently rely on the expertise of experts or doctors to diagnose the medical conditions, Guangdong Youbeiqin will be committed to de-medicalisation by dividing cases into multiple categories. Establishment of a standard management is to provide support for the operation of Chinese medicine clinics. Associate clinics will merge with existing Chinese medicine clinics, cooperate with beauty salons and health clubs and lower entry requirements to develop rapidly while maintaining our existing customer base, ultimately achieving a win-win situation for both parties.

REASONS FOR THE ACQUISITION OF THE EQUITY INTERESTS IN YOUBEIQIN (GUANGDONG) MEDICAL TECHNOLOGY CO., LTD.*

Through the acquisition of the equity interests in Guangdong Youbeiqin (the “**Acquisition**”), the Group has been actively seeking to diversify its revenue sources. The directors of the Company are of the view that the Acquisition is in line with the Company’s long-term development objectives, and is in the interests of the Company and its shareholders as a whole.

The COVID-19 was prevalent globally for three years, with its variants came out one after another. Although mass vaccination campaigns were continued to promote, the ever-evolving epidemic caused an increasing number of infections and deaths. The Group hopes to invest in the traditional Chinese medical industry to raise the public awareness of health, thereby giving back to society and generating reasonable investment value for the shareholders in order to create a new quality and a new benchmark of traditional Chinese medicine industry.

IMPLICATION OF THE LISTING RULES

Shenzhen Central Wealth is an indirect wholly-owned subsidiary of the Company. Before completion of the equity transfer of Guangdong Youbeiqin, the equity interests of Guangdong Youbeiqin were held as to 100% by Shenzhen Youbeiqin. To the best knowledge, information and belief of the directors of the Company having made all reasonable enquires, Guangdong Youbeiqin and Shenzhen Youbeiqin are the third parties independent of the Company and its connected persons. The equity transfer of Guangdong Youbeiqin does not constitute a connected transaction under Chapter 14A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

As the applicable percentage (as defined in Rule 14.07 of the Listing Rules) of the Acquisition does not exceed 5%, the Acquisition does not constitute a notifiable transaction under Chapter 14 of the Listing Rules.

By Order of the Board
Central Wealth Group Holdings Limited
Chen Xiaodong
Chairman

Hong Kong, 21 February 2022

As at the date of this announcement, the Board comprises the following Directors:

Executive Directors

Mr. Chen Xiaodong (*Chairman*)
Ms. Chen Jingxian (*Vice Chairman*)
Mr. Wang Jun (*Chief Executive Officer*)
Mr. Yu Qingrui
Ms. Song Caini
Mr. Chen Hongjin

Independent non-executive Directors

Mr. Kwok Chi Kwong
Mr. Wu Ming
Mr. Liu Hongwei