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天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

FAREAST GLOBAL LIMITED

(Incorporated in the British Virgin Islands with limited liability)



China Medical & HealthCare Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 383)

JOINT ANNOUNCEMENT

CLARIFICATION ANNOUNCEMENT IN RELATION TO MANDATORY UNCONDITIONAL CASH OFFER BY YU MING INVESTMENT MANAGEMENT LIMITED ON BEHALF OF THE OFFEROR TO ACQUIRE ALL ISSUED SHARES OF CHINA MEDICAL & HEALTHCARE GROUP LIMITED (OTHER THAN THOSE SHARES ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT)

Financial adviser to the Offeror



YU MING INVESTMENT MANAGEMENT LIMITED
禹銘投資管理有限公司

Financial adviser to CMH



英皇企業融資有限公司
Emperor Corporate Finance Limited

References are made to (i) the composite document dated 31 August 2023 jointly issued by the Offeror, TACI and CMH (the “**Composite Document**”) in respect of the CMH Offer; and (ii) the announcement dated 21 September 2023 jointly issued by the Offeror, TACI and CMH (the “**First Closing Date Announcement**”) in respect of the CMH Offer having become unconditional in all respects. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document.

As disclosed in the First Closing Date Announcement:-

“Taking into account the Acceptance Shares (subject to the completion of the transfer of those Acceptance Shares to the Offeror) and 413,296,500 CMH Shares already held by the Offeror and parties acting in concert with it (excluding Borrower A who has accepted the CMH Offer for all of the 6,760,000 CMH Offer Shares interested by him), the Offeror and parties acting in concert with it are interested in an aggregate of 588,083,929 CMH Shares, representing approximately 54.15% of the total issued share capital of CMH as at the date of this joint announcement.”

Regarding the interest of the Offeror and parties acting in concert with it in CMH, the following statement shall replace in entirety of the statement above:-

“Taking into account the Acceptance Shares (subject to the completion of the transfer of those Acceptance Shares to the Offeror) and 412,948,500 CMH Shares already held by the Offeror and parties acting in concert with it (excluding Borrower A and Mr. Nagahara who have accepted the CMH Offer for all of the 6,760,000 and 348,000 CMH Offer Shares interested by them respectively), the Offeror and parties acting in concert with it are interested in an aggregate of 587,735,929 CMH Shares, representing approximately 54.12% of the total issued share capital of CMH as at the date of this joint announcement.”

Save for the above, other information contained in the First Closing Date Announcement remains unchanged.

On behalf of the Board
Tian An China Investments Company Limited
Tao Tsan Sang
Executive Director

On behalf of the Board
Fareast Global Limited
Tao Tsan Sang
Director

On behalf of the Board
China Medical & HealthCare Group Limited
Chong Sok Un
Deputy Chairman

Hong Kong, 26 September 2023

As at the date of this joint announcement, the CMH Board comprises Ms. Chong Sok Un, Mr. Kong Muk Yin, Mr. Guo Meibao and Mr. Zhou Haiying as executive directors; Mr. Lai Hin Wing Henry Stephen and Mr. Gao Zhaoyuan as non-executive directors; and Mr. Zhang Jian, Dr. Xia Xiaoning, Dr. Wong Wing Kuen, Albert and Ms. Yang Lai Sum, Lisa as independent non-executive directors.

The CMH Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Offeror, TACI, their associates and parties acting in concert with any of them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the directors of Offeror and TACI) 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 statement in this joint announcement misleading.

As at the date of this joint announcement, the TACI Board comprises Mr. Song Zengbin (Deputy Chairman), Mr. Patrick Lee Seng Wei (Managing Director), Mr. Edwin Lo King Yau and Mr. Tao Tsan Sang as executive directors; Mr. Lee Seng Hui (Chairman) and Dr. Moses Cheng Mo Chi as non-executive directors; and Mr. Francis J. Chang Chu Fai, Mr. Jiang Guofang, Mr. Jin Hui Zhi, Mr. Ngai Wah Sang and Ms. Lisa Yang Lai Sum as independent non-executive directors.

The TACI Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to CMH, its associates and parties acting in concert with any of them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than the opinions expressed by the directors of CMH (excluding TACI 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 statement in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Offeror are Mr. Patrick Lee Seng Wei, Mr. Edwin Lo King Yau, Mr. Tao Tsan Sang and Mr. Liu Kin Sun.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to CMH, TACI, their associates and parties acting in concert with any of them) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than opinions expressed by the directors of CMH and TACI (excluding 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 statement in this joint announcement misleading.