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## **CHINA HEALTH GROUP INC.**

### **中國醫療集團有限公司**

(Carrying on business in Hong Kong as “萬全醫療集團”)  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 08225)

This announcement is made pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”).

The board of directors (the “Board”) of China Health Group INC. (the “Company”) announces that on 24 March 2021, the Company has granted 14,650,000 share options (the “Options”) to certain eligible participants (the “Grantees”) to subscribe for a total of 14,650,000 ordinary shares of HK\$0.10 each (the “Shares”) of the Company under the share option scheme of the Company adopted on 30 June 2015. Details of the grant of the Options are set out as follows:

Date of grant : 24 March 2021

Exercise price of Options granted : HK\$0.504 per Share (being by reference the highest of (i) the closing price of HK\$0.475 per Share as stated in the Stock Exchange’s daily quotation sheet on the date of grant; (ii) the average closing price of HK\$0.504 per Share as stated in the Stock Exchange’s daily quotation sheets for the five trading days immediately preceding the date of grant; and (iii) the nominal value of HK\$0.10 per Share)

Number of Options : 14,650,000 Options  
(each Option shall entitle the holder thereof to subscribe for one Share)

Closing market price of the Shares on the date of grant : HK\$0.475 per Share

Validity period of the Options granted : The Options shall be exercisable during the period of 10 years from the date of grant, i.e. from 24 March 2021 to 23 March 2031.

Among the Options granted above, 9,580,000 Options were granted to the directors and associate of any of them with details as follows:

<b><u>Name of Grantee</u></b>	<b><u>Position</u></b>	<b><u>Number of Options granted</u></b>
GUO Xia	Executive director (Chairman)	9,000,000
SONG Xuemei	Executive director	160,000
SU Yi	Non-Executive director	100,000
QIU Rui	Independent non-Executive director	120,000
NI Binhui	Independent non-Executive director	100,000
ZHEN Ling	Independent non-Executive director	100,000

The grant of the Share Options to the above Directors had been separately approved by the independent non-executive Directors (excluding the independent non-executive Director who is the Grantee).

Save as disclosed above, none of the other Grantees is a Director, chief executive or substantial shareholder of the Company, or an associate (as defined under the GEM Listing Rules) of any of them.

The Options of the independent non-executive directors shall be exercisable immediately from March 24, 2021, and the Options of other persons may not be exercised within one year from March 24, 2021. The Options will vest (i) to the extent of a maximum of 40% of the Offered Shares on March 24, 2022; (ii) to the extent of a maximum of 70% of the Offered Shares on March 24, 2023; and (iii) to extent of all Offered Shares on March 24, 2024. The Options must be exercised in whole board lots of 20,000 Shares.

As at the date of this announcement, the total number of issued Shares is 995,351,660. The grant of the Share Options to the Grantees or any of them is not subject to the approval of the shareholders of the Company under the GEM Listing Rules.

By Order of the Board  
**CHINA HEALTH GROUP INC.**  
Chairman  
GUO Xia

Hong Kong, 24 March 2021

*As at the date hereof, the Board comprises two executive Directors, being Mr. GUO Xia and Dr. SONG Xuemei; one non-executive Director, being Mr. SU Yi; and three independent non-executive Directors, being Mr. QIU Rui, Dr. NI Binhui and Mr. ZHEN Ling. This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading. This announcement will remain on the "Latest Listed Company Information" page of the GEM website at <http://www.hkgem.com> for 7 days from the date of its posting. This announcement will also be posted on the Company's website at <http://www.chgi.net>.*