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Hygeia Healthcare Holdings Co., Limited
海吉亚医疗控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6078)

CONNECTED TRANSACTION
LOAN AGREEMENT

LOAN AGREEMENT

On November 30, 2021 (after trading hours), Gamma Star Tech, an indirect wholly-owned subsidiary of the Company (as the lender) and Kaiyuan Jiehua Hospital, a non-wholly owned subsidiary of the Company (as the borrower) entered into the Loan Agreement, pursuant to which Gamma Star Tech agreed to grant to Kaiyuan Jiehua Hospital the Loan in the amount of RMB30,000,000 on the terms and subject to the conditions therein.

LISTING RULES IMPLICATIONS

As of the date of this announcement, Kaiyuan Jiehua Hospital is owned by the Company and Xiangshang Investment as to 70% and 30%, respectively. Xiangshang Investment is wholly-owned by Mr. Zhu and Ms. Zhu, the Controlling Shareholders of the Company, as to 40% and 60%, respectively. As a result, Kaiyuan Jiehua Hospital is an associate of Mr. Zhu and Ms. Zhu and therefore, a connected person of the Company. Accordingly, the transaction contemplated under the Loan Agreement constitute a connected transaction of the Company pursuant to Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio (as defined in the Listing Rules) exceeds 0.1% but is less than 5%, the transaction contemplated under the Loan Agreement is subject to the reporting, announcement and annual review requirements, but are exempt from the circular (including independent financial advice) and the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

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The principal terms of the Loan Agreement are as follows:

Date of the Loan Agreement:	November 30, 2021
Parties:	(1) Gamma Star Tech (as lender); and (2) Kaiyuan Jiehua Hospital (as borrower)
Principal Amount of the Loan:	RMB30,000,000 (equivalent to approximately HK\$36,678,404)
Term:	One (1) year, commencing from November 30, 2021 and expiring on November 29, 2022 (the “ Maturity Date ”)
Purpose:	To provide the working capital of Kaiyuan Jiehua Hospital and to support the development and expansion of its oncology business
Interest Rate:	4.35% per annum (calculated on the basis of the actual number of days elapsed in a 365-day year), which has been determined after arm’s length negotiation with reference to the one-year RMB benchmark loan interest rate for financial institutions published by the Monetary Policy Department of the People’s Bank of China (which is the one-year loan prime rate (LPR) as published by the National Interbank Funding Center in November 22, 2021 plus 50 basis points)
Repayment:	The principal amount of the Loan together with the interest accrued thereon shall be repaid in full on the Maturity Date
Security for the Loan:	Unsecured

Gamma Star Tech will finance the Loan to Kaiyuan Jiehua Hospital pursuant to the Loan Agreement with its internal resources.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN

As Kaiyuan Jiehua Hospital has recently undergone reform in May 2021 from a not-for-profit hospital to a for-profit hospital, relatively large amounts of investment and expenditures are expected to be made in order to support the development and expansion of its oncology business. Gamma Star Tech entered into the Loan Agreement to supplement the working capital of Kaiyuan Jiehua Hospital, which will enable Kaiyuan Jiehua Hospital to improve its financial structure and operational efficiency. The Loan will also allow Kaiyuan Jiehua Hospital to allocate more resources to develop its oncology business. The enhancement of Kaiyuan Jiehua Hospital's oncology treatment and service capabilities will enable Kaiyuan Jiehua Hospital to better satisfy the unmet needs of local patients and unleash more potential for future business developments, which will enhance the performance and brand influence of the Group and will be beneficial to the Group's development in the long run.

The Directors (including the independent non-executive Directors) are of the view that the Loan Agreement was entered into on arm's length basis and on normal commercial terms (including without limitation the interest rate for the Loan) and that the terms of the Loan Agreement are fair and reasonable and in the interests of the Company and its shareholders as a whole.

Apart from Mr. Zhu, the chairman of the Board and an executive Director, and Mr. Ren Ai (being the spouse of Ms. Zhu), an executive Director, who are considered to have a material interest and have abstained from voting at the relevant board resolutions approving such transaction, none of the Directors has any material interest in the above transaction.

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GENERAL INFORMATION OF THE PARTIES

The Company

The Company was incorporated in Cayman Islands as an exempted company with limited liability on September 12, 2018, the shares of which are listed on the Main Board of the Stock Exchange. The Group is principally engaged in the provision of healthcare services and radiotherapy business in the PRC. As an oncology-focused healthcare group, the Group endeavors to make healthcare services more accessible and affordable (讓醫療更溫暖), addressing unmet demand of oncology patients in China.

Gamma Star Tech

Gamma Star Tech is a limited liability company established in the PRC on May 20, 2004 and an indirect wholly-owned subsidiary of the Company. Gamma Star Tech is a manufacturer and research and development enterprise of patented equipment in the radiotherapy business and holds certain license and certificate in China.

Kaiyuan Jiehua Hospital

Kaiyuan Jiehua Hospital is a limited liability company established in the PRC on May 31, 2021 and currently operates a private for-profit hospital whose predecessor is one of the private not-for-profit hospitals managed by the Group. Kaiyuan Jiehua Hospital is currently held by the Company and Xiangshang Investment as to 70% and 30%, respectively.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“associate(s)”	having the meaning ascribed to it under the Listing Rules
“Board”	the board of directors of the Company
“China” or the “PRC”	the People’s Republic of China, but for the purpose of this announcement and for geographical reference only, references herein to “China” and the “PRC” do not apply to Hong Kong, Macau Special Administrative Region of the PRC and Taiwan

“Company”	Hygeia Healthcare Holdings Co., Limited (海吉亞醫療控股有限公司), an exempted company with limited liability incorporated under the laws of Cayman Islands on September 12, 2018, the shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	director(s) of the Company
“Gamma Star Tech”	Shanghai Gamma Star Technology Development Co., Ltd.* (上海伽瑪星科技發展有限公司), a limited liability company established in the PRC on May 20, 2004 and a wholly-owned subsidiary of the Company
“Group”	the Company together with its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Kaiyuan Jiehua Hospital”	Kaiyuan Jiehua Hospital Co., Ltd.* (開遠解化醫院有限公司), a limited liability Company established in the PRC on May 31, 2021, a non-wholly owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time
“Loan”	the loan in the sum of RMB30,000,000 (equivalent to HK\$36,678,404) granted by Gamma Star Tech (as the lender) to Kaiyuan Jiehua Hospital (as the borrower) on the terms and subject to the conditions set out in the Loan Agreement
“Loan Agreement”	the Loan Agreement dated November 30, 2021 entered into between Gamma Star Tech and Kaiyuan Jiehua Hospital
“Maturity Date”	November 29, 2022

“Mr. Zhu”	Mr. Zhu Yiwen (朱義文), father of Ms. Zhu, the founder, chairman of the Board, executive Director of the Group, and one of the Controlling Shareholders
“Ms. Zhu”	Ms. Zhu Jianqiao (朱劍喬), daughter of Mr. Zhu and one of the Controlling Shareholders
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Xiangshang Investment”	Shanghai Xiangshang Investment Development Co., Ltd.* (上海向上投資發展有限公司), a limited liability company established in the PRC on September 1, 2015 and owned by Mr. Zhu and Ms. Zhu as to 40% and 60%, respectively
“%”	per cent

* For identification purpose only

Unless otherwise specified in this announcement, amounts denominated in RMB have been converted into Hong Kong dollars at the rate of HK\$1.00 = RMB0.81792, being the central parity rate published by the People’s Bank of China as at November 30, 2021. This exchange rate is for the purpose of illustration only and does not constitute a representation that any amount has been, could have been or may be converted at the above rate or any other rates.

By order of the Board
Hygeia Healthcare Holdings Co., Limited
Mr. Zhu Yiwen
Chairman

Hong Kong, November 30, 2021

As of the date of this announcement, the Board comprises Mr. Zhu Yiwen as chairman and executive Director, Ms. Cheng Huanhuan, Mr. Ren Ai, Mr. Zhang Wenshan and Ms. Jiang Hui as executive Directors, and Mr. Liu Yanqun, Mr. Chen Penghui and Mr. Ye Changqing as independent non-executive Directors.