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北京健康(控股)有限公司
Beijing Health (Holdings) Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2389)

DISCLOSEABLE TRANSACTION PURCHASE OF WEALTH MANAGEMENT PRODUCT

PURCHASE OF WEALTH MANAGEMENT PRODUCT

On 24 January 2022, Lugang International entered into the Lugang Wealth Management Product Agreement with Xiamen International Bank, pursuant to which Lugang International agreed to purchase wealth management product of RMB60 million using internal resources.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as calculated under Rule 14.07 of the Listing Rules) in respect of the Lugang Wealth Management Product Agreement exceeds 5% but all of the applicable percentage ratios are less than 25%, the purchase of wealth management product under the Lugang Wealth Management Product Agreement as mentioned above constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the notification and announcement requirements under the Listing Rules.

BACKGROUND

The Board announced that on 24 January 2022, Lugang International entered into the Lugang Wealth Management Product Agreement with Xiamen International Bank, pursuant to which Lugang International agreed to purchase wealth management product of RMB60 million using internal resources.

THE LUGANG WEALTH MANAGEMENT PRODUCT AGREEMENT

The principal terms of the Lugang Wealth Management Product Agreement are set out as follows:

- (1) Date of subscription: 24 January 2022
- (2) Parties:
 - (i) Xiamen International Bank
 - (ii) Lugang International
- (3) Name of the product: Xiamen International Bank Shi Shi Tian Jin Series No. 2 Wealth Management Product* (時時添金系列2號理財產品)
- (4) Type of return: Non-principal guaranteed with variable return
- (5) Subscription amount: RMB60 million (equivalent to approximately HK\$73.5 million). The Board believes that the consideration of such subscription was determined on the basis of arm's length commercial terms
- (6) Term of investment: No fixed maturity period #

Each holding period represents 182 natural days. Investors may apply for redemption 7 days before the maturity date of the corresponding holding period of the portion of wealth management product held by them. The portion of wealth management product that have not been applied for redemption will automatically be renewed for the next holding period commencing from the day following the maturity date of the holding period.

Xiamen International Bank is entitled to terminate the wealth management product in advance
- (7) Scope of investment: For the fund raised from the wealth management product, no less than 80% will be invested in credit assets such as deposits and bonds.
- (8) Expected annualized rate of return: 3.9% - 4.5% (non-guaranteed)

INFORMATION ON THE PARTIES

The Company is an investment holding company and the Group is principally engaged in provision of medical care, health care and geriatric care related services and products.

Lugang International is a non-wholly owned subsidiary of the Company and is principally engaged in property development.

Xiamen International Bank is a licensed bank established under the laws of the PRC and is principally engaged in the provision of banking and related financial services. To the Directors' knowledge, information and belief, Xiamen International Bank and its ultimate beneficial owners are independent from the Company and its connected person.

REASONS FOR AND BENEFITS OF THE PURCHASE OF WEALTH MANAGEMENT PRODUCT

The reasonable and efficient use of temporary idle funds will enhance the overall capital gain of the Company, which is consistent with the core objectives of the Company to ensure capital safety and liquidity. The impact of risk factors on the expected return of the Lugang Wealth Management Product Agreement is low, but the Group could get a higher rate of return as compared with fix term deposit in commercial banks in the PRC.

The Directors consider that the terms of the Lugang Wealth Management Product Agreement and the transactions contemplated thereunder are fair and reasonable, on normal commercial terms or better in the ordinary course of business of the Group, and are in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

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DEFINITIONS

Unless the context otherwise requires, the following terms used herein have the following meanings:

“Board”	the board of Directors
“Company”	Beijing Health (Holdings) Limited 北京健康(控股)有限公司, a company incorporated in Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 2389)
“connected person”	has the meaning ascribed to it in the Listing Rules
“Directors”	the director(s) of the Company
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“working day(s)”	a day on which licensed banks are generally open for business in the PRC throughout their normal business hours
“Lugang International”	Beijing Lugang International Logistic Co., Ltd.* (北京陸港國際物流有限公司), a company established in the PRC with limited liability and is a non-wholly owned subsidiary of the Company
“Lugang Wealth Management Product Agreement”	the wealth management product agreement entered into between Lugang International and Xiamen International Bank dated 24 January 2022 in relation to the purchase of wealth management product

“PRC”	the People’s Republic of China, and for the purpose of this announcement, excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholder(s) of the Company
“Xiamen International Bank”	Xiamen International Bank Co., Ltd., a joint stock company incorporated in the PRC with limited liability and a licensed bank in the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

By Order of the Board
Beijing Health (Holdings) Limited
Zhu Shi Xing
Chairman

Hong Kong, 24 January 2022

As at the date of this announcement, the Board comprises seven executive Directors, namely Mr. Zhu Shi Xing, Mr. Liu Xue Heng, Mr. Gu Shan Chao, Mr. Siu Kin Wai, Mr. Hu Shiang Chi, Mr. Wang Zheng Chun and Mr. Zhang Jing Ming and five independent non-executive Directors, namely Mr. Robert Winslow Koepp, Mr. Gary Zhao, Mr. Tse Man Kit, Keith, Mr. Wu Yong Xin and Mr. Zhang Yun Zhou.

* *For identification purpose only*