

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Sanai Health Industry Group Company Limited

三愛健康產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1889)

COMPLETION OF ISSUE OF CONVERTIBLE NOTES UNDER GENERAL MANDATE

Reference is made to the announcement of the Company dated 13 January 2022 (the “**Announcement**”), the supplemental announcements of the Company dated 26 January 2022 and 31 January 2022 (the “**Supplemental Announcements**”) in relation to the proposed issue of the Convertible Notes under the General Mandate. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement and the Supplemental Announcements.

COMPLETION OF ISSUE OF CONVERTIBLE NOTES

The Board is pleased to announce that the conditions precedent as set out in the Subscription Agreement have been fulfilled and the Completion took place on 9 February 2022. Upon the Completion, the Convertible Notes in the aggregate principal amount of HK\$72,000,000 were issued to the Subscribers. The net proceeds from the subscription of the Convertible Notes, after deduction of expenses, are approximately HK\$71,700,000. The Company intends to use such net proceeds for the purposes as disclosed in the Announcement and the Supplemental Announcements. None of the Convertible Notes has been converted as at the date of this announcement.

EFFECTS ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The following table illustrates (i) the existing shareholding structure of the Company; and (ii) the shareholding structure immediately after full conversion of the Convertible Notes into Conversion Shares and assuming no other changes in the issued share capital of the Company:

	As at the date of this announcement		Immediately after full conversion of the Convertible Notes into Conversion Shares	
	<i>Number of Shares held</i>	<i>Approximate % of Shares in issue</i>	<i>Number of Shares held</i>	<i>Approximate % of Shares in issue</i>
Chen Chengqing (<i>Note</i>)	839,553,000	27.37%	839,553,000	22.86%
Subscriber 1	—	—	344,873,949	9.39%
Subscriber 2	—	—	260,168,067	7.08%
Other shareholders	<u>2,227,669,500</u>	<u>72.63%</u>	<u>2,227,669,500</u>	<u>60.67%</u>
Total	<u>3,067,222,500</u>	<u>100.00%</u>	<u>3,672,264,516</u>	<u>100.00%</u>

Note: These shares are registered in the name of Cyber Success Global Investments Limited, which is wholly-owned by Mr. Chen Chengqing. Mr. Chen Chengqing is deemed to be interested in all the shares in which Cyber Success Global Investments Limited is interested by virtue of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). Mr. Chen is also beneficially interested in 2,800,000 Shares.

By order of the Board
Sanai Health Industry Group Company Limited
CHEN Chengqing
Chairman

Hong Kong, 9 February 2022

As at the date of this announcement, the Board comprises five executive directors, namely, Mr. Chen Chengqing (Chairman), Mr. Gao Borui, Mr. Yuan Chaoyang, Professor Zhang Rongqing and Mr. She Hao, one non-executive director, namely, Mr. Xiu Yuan and three independent non-executive directors, namely, Professor Zhu Yi Zhun, Mr. Khor Khie Liem Alex and Mr. Zhang Ruigen.