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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 IN RELATION TO DISPOSAL OF BONDS UPON EXERCISE OF PUT OPTION**

Reference is made to the announcement dated 20 January 2022 (the “**Announcement**”) of Beijing Health (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in relation to the Purchase of Bonds. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

### **EXERCISE OF THE PUT OPTION**

On 17 January 2022 and 20 January 2022, the Purchaser purchased the Bonds pursuant to the terms of which the Purchaser may, at its request, require the Issuer to repurchase all of the Bonds or part of the Bonds (initial unit of US\$200,000, and the excess being the integral multiples of US\$1,000) at the repurchase price equal to 100% of the principal amount of the Bonds, plus the accrued and outstanding interests (if any) as of the Repurchase Date (the “**Repurchase Price**”).

On 29 April 2022, the Purchaser submitted an early redemption form (the “**Form**”) to the broker to instruct the broker to request for an early redemption of the Bonds.

## **Assets to be disposed of**

Pursuant to the Form, the Purchaser requested the Issuer to repurchase the Bonds in the principal amounts of US\$5,000,000.

## **Consideration**

The Purchaser requested the Issuer to repurchase the Bonds in the consideration of US\$5,000,000 plus the accrued and outstanding interests (if any) as of the Repurchase Date. The Repurchase Price was pre-determined upon the Bonds initial offering as disclosed in the Announcement. The consideration should be settled on the Repurchase Date (i.e. 17 June 2022) pursuant to the terms and conditions of the Bonds in cash.

## **Completion**

Pursuant to the terms and conditions of the Bonds, the Bonds should be repurchased on the Repurchase Date (i.e. 17 June 2022).

## **INFORMATION ABOUT THE ISSUER**

According to the public information available to the Directors:

The Issuer is a company incorporated in the British Virgin Islands with limited liability and is a wholly owned subsidiary of the Guarantor and an indirectly non-wholly owned subsidiary of Radiance Holdings.

The Guarantor is a company established in the PRC with limited liability, principally engaged in development of real estate and property leasing in the PRC, and is an indirect non-wholly owned subsidiary of Radiance Holdings, a company incorporated in the Cayman Islands whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 9993).

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Issuer, Guarantor and Radiance Holdings, and their ultimate controlling beneficial owners are independent third parties.

## **INFORMATION ABOUT THE PURCHASER AND THE GROUP**

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

## **FINANCIAL EFFECT OF THE DISPOSAL**

It is expected that the Group will record a gain on disposal in the amount of approximately US\$488,000, which was calculated based on the difference between the Repurchase Price in the amount of US\$5,000,000 and the historical purchase cost of the Bonds in the amount of US\$4,512,000. The actual amount of gain or loss as a result of the exercise of put option to be recorded by the Company will be subject to review and final audit by the auditors of the Company. The proceeds to be received by the Company after the exercise of put option will be applied by the Company as general working capital of the Group.

## **REASONS FOR AND BENEFITS OF THE DISPOSAL**

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

The Group purchased the Bonds for investment purpose and the disposal of the Bonds forms part of the investment activities of the Group and was conducted in its ordinary and usual course of business.

The disposal of the Bonds provides an immediate liquidity to the Group, and allows the Group to re-allocate the proceeds for other reinvestment opportunities when they arise and adjust, if needed, the overall strategy on its investment portfolio when the market conditions warrant.

Given that the exercise of put option was conducted pursuant to the pre-determined terms and conditions of the Bonds, the Directors consider that the exercise of put option was conducted on normal commercial terms which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as calculated under Rule 14.07 of the Listing Rules) in respect of the disposal of the Bonds exceeds 5% but all of the applicable percentage ratios are less than 25%, the disposal of the Bonds 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.

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

Hong Kong, 29 April 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 Koepf, Mr. Gary Zhou, Mr. Tse Man Kit, Keith, Mr. Wu Yong Xin and Mr. Zhang Yun Zhou.*