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美瑞健康国际产业集团  
Meilleure Health International Industry Group

## **MEILLEURE HEALTH INTERNATIONAL INDUSTRY GROUP LIMITED**

美瑞健康國際產業集團有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 2327)**

### **DISCLOSEABLE TRANSACTION IN RELATION TO FURTHER DISPOSAL OF LISTED SECURITIES**

The Board announces that on 11 July 2023, further to the disposal of 1,401,400 Hanshang Shares as disclosed in the announcement of the Company dated 5 July 2023, the Group, through Ruima Tianyu (a wholly-owned subsidiary of the Company), has further disposed an aggregate of 490,000 Hanshang Shares through a series of transaction on the open market at an aggregate consideration of approximately HK\$7.1 million (excluding stamp duty and related expenses).

#### **LISTING RULES IMPLICATION**

Pursuant to Rule 14.22 and Rule 14.23 of the Listing Rules for the purpose of classification of the transactions, as the Disposal of Hanshang Shares and the Further Disposal of Hanshang Shares involve the disposal of Hanshang Shares within a 12-month period, all transactions respectively contemplated thereunder are considered and are aggregated as one transaction at a total consideration of approximately HK\$27.3 million.

The Further Disposal of Hanshang Shares, on a standalone basis, does not constitute a discloseable transaction on the part of the Company under Chapter 14 of the Listing Rules.

As one or more of the applicable percentage ratio(s) (as defined in the Listing Rules) in respect of the Disposal of Hanshang Shares and Further Disposal of Hanshang Shares, when aggregated as a whole, exceed 5% but all are less than 25%, the Further Disposal of Hanshang Shares, when aggregated with the Disposal of Hanshang Shares as a whole, constitute a discloseable transaction on the part of the Company and is subject to the announcement and reporting requirements under Chapter 14 of the Listing Rules.

## THE FURTHER DISPOSAL

On 11 July 2023, further to the disposal of 1,401,400 Hanshang Shares as disclosed in the announcement of the Company dated 5 July 2023, the Group, through Ruima Tianyu (a wholly-owned subsidiary of the Company), has further disposed an aggregate of 490,000 Hanshang Shares through a series of transaction through the open market at an aggregate consideration of approximately HK\$7.1 million (excluding stamp duty and related expenses). The average price (excluding stamp duty and related expenses) for the Further Disposal of each Hanshang Share was approximately HK\$14.42. The Group intends to use the proceeds of the Further Disposal of approximately HK\$7.1 million for general working capital or other appropriate investment opportunities.

As the Further Disposal of Hanshang Shares was conducted through the open market, the identities of the counterparties of the Further Disposed Shares cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the counterparties and the ultimate beneficial owner(s) of the counterparties of the disposed Hanshang Shares are third parties independent of the Company and its connected persons.

## INFORMATION ON HANSHANG

Hanshang is a company incorporated in the PRC with limited liability, and the shares of which are listed on the Shanghai Stock Exchange (stock code: 600774). The Hanshang Group is principally engaged in the provision of integrating medicine, medical equipment, assisted reproduction, health drinks, commerce and exhibition operations.

The following financial information is extracted from the published documents of Hanshang:

	<b>For the year ended</b>		<b>For the year ended</b>	
	<b>31 December 2021</b>		<b>31 December 2022</b>	
	<i>RMB'000</i>	<i>HK\$'000</i>	<i>RMB'000</i>	<i>HK\$'000</i>
Revenue	1,475,250	1,579,255	1,386,976	1,484,758
Profit before income tax	99,694	106,722	94,282	100,929
Profit for the year	80,481	86,155	70,722	75,708

Based on Hanshang's published documents, the Hanshang Group has an audited consolidated net asset value of RMB1,793 million (equivalent to approximately HK\$1,919 million) as at 31 December 2021 and RMB1,786 million (equivalent to approximately HK\$1,912 million) as at 31 December 2022 respectively.

## REASONS FOR AND BENEFITS FOR THE FURTHER DISPOSAL

The principal activity of the Company is investment holding. The principal activities of the Group consist of (a) healthcare-related business mainly including health management services, aesthetic medical services and sale of healthcare-related products; (b) trading business mainly including trading of construction materials and photovoltaic components and healthcare-related products sale agency services ; (c) property-related business mainly including real estate agency services, leasing of investment properties and development and sale of residential properties; and (d) equity investment business mainly including management of investment portfolio.

Ruima Tianyu is an indirect wholly-owned subsidiary of the Company and is principally engaged in equity investment.

As a result of the Further Disposal, the Group will realise a book gain of approximately HK\$1.1 million, being the difference between the consideration received from the Further Disposal and book value of the Hanshang Shares together with stamp duty and related expenses. The actual amount of gain as a result of the Further Disposal will be subject to the review and final audit by the auditor of the Company.

As the Further Disposal were made through the open market at prevailing market price, the Directors are of the view that the terms of the Disposal are fair and reasonable. In view of the prevailing market sentiment, the Directors believe that it is beneficial to adopt a cautious investment strategy to liquidate its investment in the Hanshang Shares with an aim to enhance the liquidity position of the Group. The Group intends to use the proceeds of the Further Disposal of approximately HK\$7.1 million for general working capital or other appropriate investment opportunities. Taking into account of the factors above, the Directors consider that the Further Disposal is in the interests of the Company and the Shareholders as a whole.

## **LISTING RULES IMPLICATION**

Pursuant to Rule 14.22 and Rule 14.23 of the Listing Rules for the purpose of classification of the transactions, as the Disposal of Hanshang Shares and the Further Disposal of Hanshang Shares involve the disposal of Hanshang Shares within a 12-month period, all transactions respectively contemplated thereunder are considered and are aggregated as one transaction at a total consideration of approximately HK\$27.3 million.

The Further Disposal of Hanshang Shares, on a standalone basis, does not constitute a discloseable transaction on the part of the Company under Chapter 14 of the Listing Rules.

As one or more of the applicable percentage ratio(s) (as defined in the Listing Rules) in respect of the Disposal of Hanshang Shares and Further Disposal of Hanshang Shares, when aggregated as a whole, exceed 5% but all are less than 25%, the Further Disposal of Hanshang Shares, when aggregated with the Disposal of Hanshang Shares as a whole, constitute a discloseable transaction on the part of the Company and is subject to the announcement and reporting requirements under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

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

“Board”	the board of directors of the Company
“Company”	Meilleure Health International Industry Group Limited (stock code: 2327), a company incorporated in Bermuda with limited liability and the securities of which are listed on the Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Disposal”	disposal of the Disposed Shares by the Group as disclosed in the announcement dated 5 July 2023
“Disposed Shares”	an aggregate of 1,401,400 Hanshang Shares disposed by the Group as disclosed in the announcement dated 5 July 2023
“Further Disposal”	further disposal of the Further Disposed Shares by the Group as disclosed in this announcement
“Further Disposed Shares”	an aggregate of 490,000 Hanshang Shares further disposed by the Group
“Group”	the Company and its subsidiaries
“Hanshang”	Hanshang Group Co., Ltd. (漢商集團股份有限公司), a company incorporated in the PRC with limited liability, and whose shares are listed on the Shanghai Stock Exchange (stock code: 600774)
“Hanshang Group”	Hanshang and its subsidiaries

“Hanshang Shares”	ordinary shares in the share capital of Hanshang
“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
“PRC”	People’s Republic of China
“Ruima Tianyu”	蕪湖瑞麻天宇投資有限公司* (Wuhu Ruima Tianyu Investment Co., Ltd), a company incorporated in the PRC with limited liability, and is a wholly-owned subsidiary of the Company
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent.

By Order of the Board  
**Meilleure Health International Industry Group Limited**  
**Zhou Wen Chuan**  
*Executive Director and Chief Executive Officer*

Hong Kong, 11 July 2023

As at the date of this announcement, the Board comprises Mr. Zhou Xuzhou, Dr. Zeng Wentao and Ms. Zhou Wen Chuan as executive Directors, Dr. Mao Zhenhua as non-executive Director and Professor Chau Chi Wai, Wilton, Dr. Yang Yu and Mr. Wu Peng as independent non-executive Directors.

*For the purpose of illustration only and unless otherwise stated, conversion of RMB into HK\$ in this announcement is based on the exchange rate of RMB1.0 to HK\$1.0705. Such conversion should not be construed as a representation that any amount has been, could have been, or may be, exchanged at this or any other rate.*

*\* For identification purposes only*