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**中國寶沙發展控股有限公司**  
**China Bozza Development Holdings Limited**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1069)**

**(I) VERY SUBSTANTIAL ACQUISITION  
ACQUISITION OF TARGET EQUITY INTEREST;  
AND  
(II) CONTINUED SUSPENSION OF TRADING**

This announcement is made by the Company pursuant to Rules 13.09(2) and 13.24A of the Listing Rules, and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 17 August 2023 in relation to the suspension of trading in the shares of the Company on the Stock Exchange from 9:00 a.m. on 17 August 2023.

**THE ACQUISITION**

The Board is pleased to announce that on 16 August 2023 (after trading hours), the Company as Purchaser entered into Equity Sale and Purchase Agreement with the Vendor, pursuant to which the Purchaser has agreed conditionally to acquire, and the Vendor has agreed conditionally to sell, the Target Equity Interest, representing 52% equity interest in the Target Company, at the Consideration of RMB7,128,670 (equivalent to approximately HK\$7,665,236.56).

The Target Company is a company established in the PRC with limited liability. The Target Company's principal business activities include the processing and distribution of a range of American ginseng products.

Upon the Completion, the Company will hold 52% equity interest in the Target Company, which will become a non-wholly owned subsidiary of the Company. The financial statements of the Target Company will be consolidated into the consolidated financial statements of the Group.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of the Vendor and its ultimate beneficial owners is an Independent Third Party.

The Company is in the course of preparing a detailed announcement in relation to the Acquisition.

## **LISTING RULES IMPLICATIONS**

As one or more of the percentage ratios applicable to the Acquisition exceeds 100%, the Acquisition constitutes a very substantial acquisition for the Company and the Acquisition is subject to the reporting, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 17 August 2023, and will remain suspended pending the publication of the announcement providing details of the Acquisition which constitutes inside information of the Company.

The Company will publish further announcement(s) in relation to the Acquisition in due course.

## **DEFINITIONS**

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

“Acquisition”	the acquisition of the Target Equity Interest as contemplated under the Equity Sale and Purchase Agreement
“Board”	the board of Directors
“Company”	China Bozza Development Holdings Limited, an exempted company with limited liability incorporated under the laws of the Cayman Islands, the Shares of which are listed on the main board of the Stock Exchange (stock code: 1069)
“Completion”	completion of the Acquisition in accordance with the Equity Sale and Purchase Agreement
“connected person(s)”	has the meaning ascribed thereto in the Listing Rules
“Consideration”	the consideration of RMB7,128,670 (equivalent to approximately HK\$7,665,236.56) for the Acquisition
“Director(s)”	the director(s) of the Company
“Equity Sale and Purchase Agreement”	the equity sale and purchase agreement entered into by the Company and the Vendor on 16 August 2023 in relation to the Acquisition
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC

“Independent Third Party(ies)”	any person(s) or company(ies) and their respective ultimate beneficial owner(s) whom, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, are third parties independent of the Company and its connected persons of the Company in accordance with the Listing Rules
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	The People’s Republic of China which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary shares of a par value of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holders of the Share(s) of the Company
“Shenzhen Jiashisen”	Shenzhen Jiashisen Investment (Holding) Company Limited* (深圳佳士森投資(集團)有限公司), a company established under the laws of the PRC with limited liability on 9 October 2000
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“Target Company”	Liuba County Jiashisen Traditional Chinese Medicine Comprehensive Development Company Limited* (留壩縣佳仕森中藥綜合開發有限公司), a company established under the laws of the PRC with limited liability on 11 January 2007, and is a direct wholly-owned subsidiary of the Vendor
“Target Equity Interest”	52% equity interest in the Target Company
“Vendor”	Shaanxi Jiashisen Pharmaceutical Investment Company Limited* (陝西佳仕森藥業投資有限公司), a company established under the laws of the PRC with limited liability on 6 December 2007, and is a direct wholly-owned subsidiary of Shenzhen Jiashisen
“%”	per cent

*For the purpose of this announcement, unless otherwise indicated, the conversion of RMB into HK\$ is calculated at the approximate exchange rate of HK\$1 to RMB0.93. This exchange rate is for illustration purposes only and does not constitute a representation that any amounts have been, could have been, or may be exchanged at this or any other rate at all.*

By Order of the Board  
**China Bozza Development Holdings Limited**  
**Chan Wai Lung**  
*Executive Director*

Hong Kong, 6 September 2023

*As at the date of this announcement, the Board comprises Professor Fei Phillip, Mr. Li Wenjun, Ms. Hui Hing Connel, Mr. Lai Chi Yin Samuel, Mr. Wang Yibin and Mr. Chan Wai Lung as the executive Directors; and Mr. Gu Sotong as the non-executive Director; and Mr. Liu Zhaoxiang, Ms. Wong Hoi Ying, Mr. Guo Zhonglong, Mr. Chau Wing Nam and Ms. Bu Xue as the independent non-executive Directors.*

\* *For identification purpose only*