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SINO-LIFE GROUP LIMITED

中國生命集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8296)

DELAY IN DESPATCH OF CIRCULAR

Reference is made to the announcement of Sino-Life Group Limited (the “**Company**”) dated 26 April 2023 with respect to the major and connected transactions in relation to (i) acquisition of 20.25% equity interest in Zhongke Zhenhui involving the issue of Convertible Bonds under Specific Mandate I; and (ii) acquisition of approximately 21.43% equity interest in Guangdong Zhenyuan involving the issue of Consideration Shares under Specific Mandate II (the “**Announcement**”). Capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcement unless the context requires otherwise.

As mentioned in the Announcement, a circular (the “**Circular**”) containing, among others, (i) further details of the SPA I, SPA II and transactions contemplated thereunder (including (a) the allotment and issue of the Convertible Bonds pursuant to the SPA I and (b) the allotment and issue of the Consideration Shares pursuant to the SPA II) and the proposed grant of the Specific Mandates; (ii) the financial information of Zhongke Zhenhui, Guangdong Zhenyuan and the Group; (iii) a letter from the Independent Board Committee to the Independent Shareholders in relation to the Acquisitions; (iv) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in relation to the Acquisitions; and (v) the notice of the EGM was expected to be despatched to the Shareholders on or before 31 May 2023.

As additional time is required for the preparation and finalisation of certain information for inclusion in the Circular, the date of despatch of the Circular will be postponed to a date falling on or before 16 June 2023.

By order of the Board
Sino-Life Group Limited
XU Jianchun
Chairman and Executive Director

Hong Kong, 5 June 2023

As at the date hereof, the Board comprises Mr. XU Jianchun, Mr. LIU Tien-Tsai and Dr. XU Qiang being executive Directors; and Mr. CHAI Chung Wai and Dr. YANG Jingjing being independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for seven days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.sinolifegroup.com>.