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愛 帝 宮 母 嬰 健 康 股 份 有 限 公 司

AIDIGONG MATERNAL & CHILD HEALTH LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 286)

**SUPPLEMENTAL ANNOUNCEMENT
ON ANNUAL RESULTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

Reference is made to the announcement (the “**2019 Results Announcement**”) of Aidigong Maternal & Child Health Limited (the “**Company**”) dated 30 March 2020 in relation to the unaudited annual results of the Company and its subsidiaries (together, the “**Group**”) for the year ended 31 December 2019 (the “**2019 Annual Results**”). Capitalised terms used herein, unless otherwise defined, shall have the same meanings as those defined in the 2019 Results Announcement.

The Company would like to announce that the auditing process for the 2019 Annual Results has been completed on 8 May 2020, which remained substantially the same as the 2019 Annual Results, except for the adjustments set out below:

1. the figures (amounts expressed in thousands of HK\$) for “Total comprehensive income/ (expenses) for the year attributable to” “Owners of the Company” and “Non-controlling interests” for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME” on page 3 of the 2019 Results Announcement are adjusted to **7,815** and **6,301**, respectively;
2. the figures (amounts expressed in thousands of HK\$) for “Goodwill” and the total non-current assets for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION” on page 4 of the 2019 Results Announcement are adjusted to **627,529** and **2,259,123**, respectively;
3. the figure (amount expressed in thousands of HK\$) for “Total assets less current liabilities” for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION” on page 5 of the 2019 Results Announcement is adjusted to **2,319,719**;
4. the figure (amount expressed in thousands of HK\$) for “Reserves” for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION ” on page 5 of the 2019 Results Announcement is adjusted to **1,065,100**;
5. the figures (amounts expressed in thousands of HK\$) for “Equity attributable to owners of the Company” and “Non-controlling interest” for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION” on page 5 of the 2019 Results Announcement are adjusted to **1,103,409** and **203,398**, respectively;
6. the figures (amounts expressed in thousands of HK\$) for “Deferred tax liabilities” and the total non-current liabilities for 2019 under “UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION” on page 5 of the 2019 Results Announcement are adjusted to **167,572** and **1,012,912**, respectively, and accordingly, the amount for the total of “Total equity” and “Non-current liabilities” for 2019 is adjusted to **2,319,719**;

7. the figures (amounts expressed in thousands of HK\$) for “Segment assets for reportable segments” under the “Postpartum Care Services” column and “Consolidated” column for 2019 under the sub-heading of “Segment assets and liabilities” of note “4. OPERATING SEGMENTS” on page 14 of the 2019 Results Announcement are adjusted to 1,763,538 and 3,119,806, respectively, and accordingly, the amount for the “Total assets” under the “Consolidated” column for 2019 is adjusted to 3,136,629;
8. the figures (amounts expressed in thousands of HK\$) for “Unallocated liabilities” under the “Consolidated” column for 2019 under the sub-heading of “Segment assets and liabilities” of note “4. OPERATING SEGMENTS” on page 14 of the 2019 Results Announcement is adjusted to 188,010, and accordingly, the amount for the “Total liabilities” under the “Consolidated” column for 2019 is adjusted to 1,829,822;
9. the figure (amount expressed in thousands of HK\$) for “The People’s Republic of China (the “PRC”))” under the “Non-current assets*” column for 2019 under the sub-heading of “Geographical information” of note “4. OPERATING SEGMENTS” on page 15 of the 2019 Results Announcement is adjusted to 1,692,454; and
10. the figure (amount expressed in thousands of HK\$) for “Gain on fair value change of financial assets at FVTPL” for 2019 of note “7. PROFIT BEFORE INCOME TAX” on page 17 of the 2019 Results Announcement is adjusted to (631).

Owing to the adjustments set out above, the revised consolidated results of the Group for the year ended 31 December 2019 (the key amendments are shown in shadowed below for easy reference, whereas such amendments together with the notes to the audited financial statements will be presented in the annual report for the year ended 31 December 2019 (the “**Annual Report**”) of the Company), together with the comparative figures for the year ended 31 December 2018 are as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2019

	2019 HK\$'000	2018 HK\$'000
Revenue	610,612	377,035
Cost of sales	(419,031)	(279,492)
Gross profit	191,581	97,543
Other income	10,219	3,627
Administrative expenses	(89,081)	(64,005)
Selling and distribution expenses	(37,906)	(1,318)
Share of result of associates	8,351	17,371
Profit from operations	83,164	53,218
Impairment loss recognised in respect of interest in an associate	(13,034)	–
Fair value change on derivative financial liabilities	–	(2,438)
Loss on fair value change of contingent consideration payable	(5,821)	–
Gain on disposal of an associate	16,625	–
Loss on deemed disposal of associates	–	(571)
Gain on derecognition of convertible note	–	7,391
Finance cost	(44,808)	(37,724)
Profit before income tax	36,126	19,876
Income tax expense	(19,039)	(8,768)
Profit for the year	17,087	11,108
Other comprehensive income/(expense), net of income tax		
<i>Items that may be reclassified subsequent to profit or loss</i>		
Share of other comprehensive expense of associates	(985)	(2,437)
Exchange differences on translating foreign operations	(26,338)	(24,880)
<i>Items that will not be reclassified to profit or loss</i>		
Change in value of equity investments at fair value through other comprehensive income	24,352	2,067
Other comprehensive expense for the year, net of income tax	(2,971)	(25,250)
Total comprehensive income/(expense) for the year	14,116	(14,142)

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Profit for the year attributable to:		
Owners of the Company	11,237	2,160
Non-controlling interests	<u>5,850</u>	<u>8,948</u>
	<u>17,087</u>	<u>11,108</u>
Total comprehensive income/(expense) for the year attributable to:		
Owners of the Company	7,815	(12,988)
Non-controlling interests	<u>6,301</u>	<u>(1,154)</u>
	<u>14,116</u>	<u>(14,142)</u>
Earnings per share for the year attributable to owners of the Company		
Basic and diluted (HK cents per share)	<u><u>0.35</u></u>	<u><u>0.07</u></u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2019

	2019 HK\$'000	2018 HK\$'000
Non-current assets		
Property, plant and equipment	211,125	30,106
Right-of-use assets	331,780	–
Intangible assets	822,952	214,288
Goodwill	627,529	229,010
Interests in associates	191,561	223,789
Equity investments at fair value through other comprehensive income	24,500	77,684
Deposits, prepayments and other receivables	43,159	111,350
Deferred tax assets	6,517	–
	<u>2,259,123</u>	<u>886,227</u>
Current assets		
Deposits, prepayments and other receivables	254,057	135,266
Trade receivables	34,987	31,351
Inventories	35,918	29,062
Loan to a shareholder	45,443	28,574
Properties under development	246,106	209,174
Short-term loans receivable	34,733	40,048
Financial assets at fair value through profit or loss	146,164	–
Bank and cash balances	80,098	8,016
	<u>877,506</u>	<u>481,491</u>
Current liabilities		
Trade payables	21,419	442
Accruals and other payables	119,993	35,574
Contract liabilities	225,934	87,227
Obligation under finance leases	–	367
Lease liabilities	77,012	–
Contingent consideration payable	208,613	–
Bank and other borrowings	106,727	16,138
Guaranteed notes and bonds payable	32,616	213,209
Tax payable	24,596	2,811
	<u>816,910</u>	<u>355,768</u>
Net current assets	<u>60,596</u>	<u>125,723</u>
Total assets less current liabilities	<u>2,319,719</u>	<u>1,011,950</u>

	2019 <i>HK\$'000</i>	2018 <i>HK\$'000</i>
Capital and reserves		
Share capital	38,309	29,962
Reserves	<u>1,065,100</u>	<u>720,535</u>
Equity attributable to owners of the Company	<u>1,103,409</u>	750,497
Non-controlling interest	<u>203,398</u>	<u>211,730</u>
Total equity	<u>1,306,807</u>	<u>962,227</u>
Non-current liabilities		
Contingent consideration payable	117,203	–
Deferred tax liabilities	167,572	15,157
Obligation under finance leases	–	983
Bank borrowings	374,738	–
Lease liabilities	264,478	–
Guaranteed notes and bonds payable	<u>88,921</u>	<u>33,583</u>
	<u>1,012,912</u>	<u>49,723</u>
	<u>2,319,719</u>	<u>1,011,950</u>

Save as disclosed above, the 2019 Annual Results contained in the 2019 Results Announcement remain unchanged.

AUDITOR’S AGREEMENT ON THE 2019 ANNUAL RESULTS

Following the adjustments described above, the Company’s auditor, HLB Hodgson Impey Cheng Limited, has agreed on the 2019 Annual Results (including the financial figures in respect of the Group’s unaudited consolidated statement of profit or loss and other comprehensive income and unaudited consolidated statement of financial position and the related notes thereto) as set out in the 2019 Results Announcement in accordance with the requirements of Rule 13.49(2) of the Listing Rules.

PUBLICATION OF ANNUAL REPORT

The Company will publish its Annual Report in accordance with the requirements of the Listing Rules, or in accordance with the “Further Guidance on the Joint Statement in relation to Results Announcements in light of the COVID-19 Pandemic” issued by The Securities and Futures Commission and The Stock Exchange of Hong Kong Limited dated 16 March 2020. Based on the information currently available to the Company, it expects to publish its Annual Report on or before 15 May 2020.

By Order of the Board
Aidigong Maternal & Child Health Limited
Zhu Yufei and Cheung Wai Kuen
Joint Chairmen

Hong Kong, 8 May 2020

As at the date of this announcement, the Board comprises Ms. Zhu Yufei, Mr. Cheung Wai Kuen, Mr. Lin Jiang and Mr. Li Runping as executive Directors; Mr. Wong Kin Man and Mr. Yang Zhibo as non-executive Directors; and Mr. Mai Yang Guang, Mr. Lam Chi Wing and Mr. Wong Yiu Kit, Ernest as independent non-executive Directors.