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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 PURCHASE OF BONDS

ACQUISITION

The Board announced that on 17 January 2022 and 20 January 2022, the Purchaser (being an indirect wholly-owned subsidiary of the Company) purchased the Bonds of principal amounts of US\$2,300,000 and US\$2,700,000, respectively, at the total consideration of approximately US\$4,512,000 (equivalent to approximately HK\$35,195,000) in the secondary market.

LISTING RULES IMPLICATIONS

As the Acquisition was satisfied by the Group within the twelve-month period, the Acquisition will be aggregated with a series of transactions under the Rule 14.22 of the Listing Rules. As the highest applicable percentage ratio (in accordance with the Rule 14.07 of the Listing Rules) in respect of the Acquisition exceeds 5% but all of the applicable percentage ratios are less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

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INFORMATION ABOUT THE BONDS

The Bonds are the senior and unsecured bonds with the principal amount of US\$250,000,000 issued by the Issuer, carrying the interest rate of 8.8% per annum, with interests payable semi-annually in arrears on 17 March and 17 September of each year. The Bonds are listed and traded on SGX-ST. The ISIN is XS2120770032.

The Bonds shall expire on 17 September 2023, unless the Issuer elects to redeem the Bonds before the maturity according to the terms of the Bonds or the Purchaser requests for the repurchase on the repurchase date.

On or after 17 June 2022 (the “**Redemption Date**”), the Issuer can elect to redeem all or part of the Bonds at the redemption price equal to 102.5% of the principal amount of the Bonds, plus the accrued and outstanding interests (if any) as of the Redemption Date (excluding that date) at any time and from time to time.

On 17 June 2022 (the “**Repurchase Date**”), at the request of the Purchaser, the Issuer is required 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.

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.

On 29 October 2020, Radiance Holdings was listed on the Main Board of the Stock Exchange (Stock Code: 9993). It is a reputable large property developer with national presence, regional focus and leading positions in selected cities, focusing on the provision of quality residential properties to first-time homebuyers and first-time upgraders. Radiance Holdings expanded its operations into eight regions with strong growth potential in China.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Issuer, Guarantor and Radiance Holdings, and its ultimate beneficial owner 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.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Group purchased the Bonds for investment purpose. The Board is of the view that the Acquisition can broaden the stream of income of the Group, while providing the Group with stable investment return and cash inflow. Accordingly, the Directors considered that the terms of the Acquisition are based on fair, reasonable and normal commercial terms, and the Acquisition is in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the Acquisition was satisfied by the Group within the twelve-month period, the Acquisition will be aggregated with a series of transactions under the Rule 14.22 of the Listing Rules. As the highest applicable percentage ratio (in accordance with the Rule 14.07 of the Listing Rules) in respect of the Acquisition exceeds 5% but all of the applicable percentage ratios are less than 25%, the Acquisition constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules and is subject to the reporting and announcement requirements under the Listing Rules.

DEFINITIONS

“Acquisition”	the purchase of the Bonds in the principal amount of US\$5,000,000 by the Purchaser
“Board”	the board of Directors
“Bonds”	8.8% senior unsecured bonds in the principal amount of US\$250,000,000 due 2023 issued by the Issuer
“Company”	Beijing Health (Holdings) Limited (北京健康(控股)有限公司), a company incorporated in the Cayman Islands with limited liability whose shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 2389)
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

“Guarantor”	Radiance Group Co., Ltd., a company incorporated in the PRC with limited liability and is an indirect non-wholly owned subsidiary of Radiance Holdings
“Radiance Holdings”	Radiance Holdings (Group) Company Limited, a company incorporated in the Cayman Islands with limited liability whose shares are listed and traded on the Main Board of the Stock Exchange (Stock Code: 9993)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Issuer”	Radiance Capital Investments Limited, a company incorporated in the British Virgin Islands with limited liability
“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 (unless otherwise stated), excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Purchaser”	Rosy River International Limited, a company incorporated in the British Virgin Islands with limited liability and an indirect wholly-owned subsidiary of the Company, which is principally engaged in investment holding
“RMB”	Renminbi, the lawful currency of the PRC
“SGX-ST”	Singapore Exchange Securities Trading Limited
“Share(s)”	ordinary share(s) of HK\$0.02 each in the share capital of the Company

“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent.

For the purpose of illustration only, amount denominated in US\$ in this announcement have been translated into HK\$ at the rate of US\$1.00 to HK\$7.80 . Such translation should not be construed as a representation that the amount in question have been, could have been or could be converted at any particular rate or at all.

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

Hong Kong, 20 January 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 Koepp, Mr. Gary Zhao, Mr. Tse Man Kit, Keith, Mr. Wu Yong Xin and Mr. Zhang Yun Zhou.