

## ANNOUNCEMENT OF OFFER PRICE AND ALLOTMENT RESULTS

### SUMMARY

#### Offer Price

- The Offer Price has been determined at HK\$5.36 per Offer Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%).

#### Net Proceeds from the Global Offering

- Based on the Offer Price of HK\$5.36 per Offer Share, the net proceeds from the Global Offering to be received by the Company, after deducting the underwriting commissions and estimated expenses paid and payable by the Company in connection with the Global Offering and assuming that the Over-allotment Option is not exercised at all, is estimated to be approximately HK\$335.4 million. The Company intends to apply such net proceeds in the manner as set out in the section headed “Net Proceeds from the Global Offering” in this announcement.
- If the Over-allotment Option is exercised in full, the Company will receive additional net proceeds of approximately HK\$60.3 million for the issue of 11,250,000 additional Offer Shares. In such event, the Company will increase the intended use of net proceeds on a pro rata basis according to the use of proceeds as set out in the section headed “Net Proceeds from the Global Offering” in this announcement.

#### Level of Applications in the Hong Kong Public Offering

- The Hong Kong Offer Shares have been moderately over-subscribed. A total of 4,352 valid applications have been received pursuant to the Hong Kong Public Offering (being applications made through the **eWhite Form** service or the **CCASS EIPO** service) for a total of 16,609,000 Hong Kong Offer Shares, representing approximately 2.21 times of the number of 7,500,000 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering.

- As the over-subscription in the Hong Kong Public Offering represents less than 15 times of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, and the Sole Representative (for itself and on behalf of the Underwriters) has decided not to exercise its authority to re-allocate Offer Shares originally included in the International Offering to the Hong Kong Public Offering in accordance with guidance letter HKEX-GL91-18, no reallocation procedure as described in the section headed “Structure and Conditions of the Global Offering — The Hong Kong Public Offering — Reallocation” in the Prospectus has taken place. The final number of Hong Kong Offer Shares available under the Hong Kong Public Offering is 7,500,000 Shares, representing 10% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), which have been allocated to 2,989 successful applicants under the Hong Kong Public Offering.

### **International Offering**

- The International Offer Shares have been slightly over-subscribed, representing approximately 1.36 times of the number of 67,500,000 International Offer Shares initially available under the International Offering. As the over-subscription in the Hong Kong Public Offering represents less than 15 times of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, and the Sole Representative (for itself and on behalf of the Underwriters) has decided not to exercise its authority to re-allocate Offer Shares originally included in the International Offering to the Hong Kong Public Offering in accordance with guidance letter HKEX-GL91-18, no reallocation procedure as described in the section headed “Structure and Conditions of the Global Offering — Hong Kong Public Offering — Reallocation” in the Prospectus has taken place. The final number of International Offer Shares available under the International Offering is 67,500,000 Shares, representing 90% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option). There has been an over-allocation of 11,250,000 International Offer Shares.
- There are a total of 137 places under the International Offering. A total of 80 places have been allotted five board lots of International Offer Shares or less, representing approximately 58.39% of the total number of places under the International Offering. These places have been allotted approximately 0.06% of the International Offer Shares initially available under the International Offering (before any exercise of the Over-allotment Option). A total of 75 places have been allotted one board lot of International Offer Shares, representing approximately 54.74% of the total number of places under the International Offering. These places have been allotted approximately 0.06% of the International Offer Shares initially available under the International Offering (before any exercise of the Over-allotment Option).

### ***Cornerstone Investors***

- Based on the Offer Price of HK\$5.36 per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%) and pursuant to the Cornerstone Investment Agreements with the Cornerstone Investors as set out in the section headed “Cornerstone Investors” in the Prospectus, the Cornerstone Investors have subscribed for a total of 24,396,000 Offer Shares, representing (a) approximately 5.42% of the Company’s issued share capital immediately upon completion of the Global Offering and (b) approximately 32.53% of the number of Offer Shares under the Global Offering, in each case assuming that the Over-allotment Option is not exercised. For details of the information about the identities of the Cornerstone Investors, the number of Offer Shares subscribed for by them, the confirmation about their independence and the lock-up arrangement, please refer to the section headed “International Offering — Cornerstone Investors” below.
- The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a consent under paragraph 5(1) of Appendix 6 to the Listing Rules to permit participation by Kangshi No.1 LP as a cornerstone investor in the Global Offering through the QDII Manager CCB Principal Asset Management Co., Ltd. (建信基金管理有限責任公司), which is a connected client of CCB International Capital Limited, a Joint Global Coordinator, Joint Bookrunner and Joint Lead Manager, within the meaning of the Placing Guidelines.

### **Over-allotment Option**

- In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters. The Over-allotment Option is exercisable by the Sole Representative on behalf of the International Underwriters pursuant to the International Underwriting Agreement at any time within the period commencing on the Listing Date and ending on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, i.e. Thursday, 4 August 2022, to require the Company to allot and issue up to 11,250,000 additional new Shares (representing 15% of the initial number of the Offer Shares) at the Offer Price to cover over-allocations in the International Offering, if any.
- There has been an over-allocation of 11,250,000 International Offer Shares, which will be settled using the Shares to be borrowed through the stock borrowing arrangement under the Stock Borrowing Agreement entered into between Wellmark Link Limited and the Stabilizing Manager. Such borrowed Shares may be covered by exercising the Over-allotment Option or by making purchases in the secondary market at prices that do not exceed the Offer Price or a combination of these means. In the event the Over-allotment Option is exercised, an announcement will be made on our website and the website of the Stock Exchange at [ir.sinohealth.cn](http://ir.sinohealth.cn) and [www.hkexnews.hk](http://www.hkexnews.hk), respectively. As at the date of this announcement, the Over-allotment Option has not been exercised.

## Lock-up Undertakings

- The Company, the Controlling Shareholders, certain existing Shareholders and the Cornerstone Investors are subject to certain lock-up undertakings as set out in the section headed “Lock-up Undertakings” in this announcement.

## Results of Allocation

- The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available at the times and date and in the manner specified below:
  - in this announcement to be posted on the Stock Exchange’s website at **www.hkexnews.hk** and the Company’s website at **ir.sinohealth.cn** by no later than 9:00 a.m. on Monday, 11 July 2022.

This announcement contains a list of identification document numbers. Identification document numbers shown in the section headed “Results of Applications Made by **eWhite Form**” in this announcement refer to the Hong Kong identity card numbers, passport numbers, Hong Kong business registration numbers or beneficial owner identification codes (if such applications are made by nominees as agent for the benefit of another person) whereas those displayed in the section headed “Results of Applications Made by Giving **Electronic Application Instructions** to HKSCC via CCASS” in this announcement are provided by CCASS Participants via CCASS. Therefore, the identification document numbers shown in the two sections are different in nature.

Please note that the list of identification document numbers set out in this announcement may not be a complete list of successful applicants, since only successful applicants whose identification document numbers are provided to HKSCC by CCASS Participants are disclosed. Applicants with beneficial names only but not identification document numbers are not disclosed due to personal privacy issue as elaborated below. Applicants who applied for the Hong Kong Offer Shares through their brokers can consult their brokers to enquire about their application results.

Since applications are subject to personal information collection statements, beneficial owner identification codes displayed in the sections headed “Results of Applications Made by **eWhite Form**” and “Results of Applications Made by Giving **Electronic Application Instructions** to HKSCC via CCASS” are redacted and not all details of applications are disclosed in this announcement.

- from the designated results of allocations website at [www.ewhiteform.com.hk/results](http://www.ewhiteform.com.hk/results) with a “search by ID” function on a 24-hour basis from 9:00 a.m. on Monday, 11 July 2022 to 12:00 midnight on Friday, 15 July 2022; and
- from the telephone enquiry line by calling +852 2153 1688 between 9:00 a.m. and 6:00 p.m. from Monday, 11 July 2022 to Friday, 15 July 2022 on a business day (excluding Hong Kong public holiday).

### **Despatch/Collection of Share Certificates/Refund Monies**

- For each applicant applying for Hong Kong Offer Shares through the **eWhite Form** service:
  - Applicants who applied for 1,000,000 Hong Kong Offer Shares or more and have become wholly or partially successful applicants may collect their Share certificate(s) from the Hong Kong Share Registrar, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Monday, 11 July 2022, or such other date as notified by the Company in the newspapers as the date of despatch/collection of Share certificates/e-Refund payment instructions/refund cheques.
  - Share certificates and/or refund cheque(s) for Hong Kong Offer Shares allocated to applicants who applied through the **eWhite Form** service which are either not available for personal collection or which are available but are not collected in person by 1:00 p.m. on Monday, 11 July 2022 are expected to be despatched by ordinary post to the addresses specified in the relevant applications at their own risk on or before Monday, 11 July 2022.
  - Where the application monies have been paid from a single bank account, any refund monies will be despatched to that bank account in the form of e-Refund payment instructions on or before, Monday, 11 July 2022. Where the application monies have been paid from multiple bank accounts, any refund monies will be despatched to the address as specified in the application instructions in the form of refund cheque(s) by ordinary post at the applicant’s own risk on or before Monday, 11 July 2022.
- For each applicant applying for Hong Kong Offer Shares through the **CCASS EIPO** service:
  - For the purposes of allocating Hong Kong Offer Shares, HKSCC Nominees will not be treated as an applicant. Instead, each CCASS Participant who gives **electronic application instructions** or each person for whose benefit instructions are given will be treated as an applicant.

- Where the application is wholly or partially successful, the Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of the designated CCASS Participant's stock account or the applicant's CCASS Investor Participant stock account on Monday, 11 July 2022, or on any other date determined by HKSCC or HKSCC Nominees.
- The applicant should check the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, information relating to the relevant beneficial owner is included) and the successful applicants' Hong Kong identity card number/passport number or other identification code (Hong Kong business registration number for corporations) published by the Company on Monday, 11 July 2022 in the manners specified in the section headed "Results of Allocation" in this announcement, and report any discrepancies to HKSCC before 5:00 p.m. on Monday, 11 July 2022 or such other date as determined by HKSCC or HKSCC Nominees.
- Where the applicant has instructed a broker or custodian to give **electronic application instructions** on his/her/its behalf, the applicant can also check the number of Hong Kong Offer Shares allotted to him/her/it and the amount of refund monies (if any) payable to him/her/it with that broker or custodian.
- Where the applicant has applied as a CCASS Investor Participant, he/she/it should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Monday, 11 July 2022 or such other date as determined by HKSCC or HKSCC Nominees. He/she/it can also check the number of Hong Kong Offer Shares allotted to him/her/it and the amount of refund monies (if any) payable to him/her/it via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) on Monday, 11 July 2022. Immediately following the credit of the Hong Kong Offer Shares to the applicant's stock account and the credit of refund monies to his/her/its bank account, HKSCC will also make available to him/her/it an activity statement showing the number of Hong Kong Offer Shares credited to his/her/its CCASS Investor Participant stock account and the amount of refund monies (if any) credited to his/her/its designated bank account.
- Refund of the application monies (if any) in respect of wholly and partially unsuccessful applications and/or difference between the final Offer Price and the maximum Offer Price per Offer Share initially paid on application (including brokerage, SFC transaction levy, FRC transaction levy and Stock Exchange trading fee but without interest) will be credited to the applicant's designated bank account or the designated bank account of the applicant's broker or custodian on Monday, 11 July 2022.

- Share certificates will only become valid certificates of title at 8:00 a.m. on Tuesday, 12 July 2022 provided that the Global Offering has become unconditional and the right of termination described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination” in the Prospectus has not been exercised.
- No temporary document of title will be issued in respect of the Offer Shares. No receipt will be issued for sums received.

### **Public Float**

- The Directors confirm that:
  - (i) immediately following completion of the Capitalization Issue and the Global Offering (assuming that the Over-allotment Option is not exercised), at least 25% of the total number of issued Shares will be held by the public, in compliance with the requirement under Rule 8.08(1) of the Listing Rules;
  - (ii) the Shares will be held by at least 300 Shareholders at the time of Listing, in compliance with Rule 8.08(2) of the Listing Rules; and
  - (iii) the three largest public Shareholders will not hold more than 50% of the Shares held in public hands at the time of Listing, in compliance with Rule 8.08(3) of the Listing Rules.

### **Commencement of Dealings**

- Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Tuesday, 12 July 2022, dealings in the Shares on the Main Board of the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 12 July 2022. The Shares will be traded in board lots of 500 Shares each. The stock code of the Shares is 2361.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should beware of the risks that the price of the Shares could fluctuate significantly even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.**

## **OFFER PRICE**

The Offer Price has been determined at HK\$5.36 per Offer Share (excluding brokerage of 1%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%).

## **NET PROCEEDS FROM THE GLOBAL OFFERING**

Based on the Offer Price of HK\$5.36 per Offer Share, the net proceeds from the Global Offering to be received by the Company, after deducting the underwriting commissions and estimated expenses paid and payable by the Company in connection with the Global Offering and assuming that the Over-allotment Option is not exercised at all, is estimated to be approximately HK\$335.4 million.

The Company intends to apply such net proceeds from the Global Offering for the following purposes, further details of which are set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus:

- Approximately HK\$170.4 million (or approximately 50.8% of the net proceeds) will be used primarily to upgrade and enhance our SaaS products (with a focus on Smart Decision Cloud, Smart Retail Cloud and Smart Medical Cloud), and their marketing and promotion.
- Approximately HK\$165.0 million (or approximately 49.2% of the net proceeds) will be used primarily to conduct further research and development of our technology and data warehouse, and in particular for the following projects: a) AI technologies, including the Big Data & AI Lab, the Company’s woodpecker medical cognition aPaaS and life science solution aPaaS, and b) the middleware for Sinohealth Engine.

If the Over-allotment Option is exercised in full, the Company will receive additional net proceeds of approximately HK\$60.3 million for the issue of 11,250,000 additional Offer Shares. In such event, the Company will increase the intended use of net proceeds for the above purposes on a pro rata basis. For further information, please refer to the section headed “Future Plans and Use of Proceeds” in the Prospectus.



## LEVEL OF APPLICATIONS IN THE HONG KONG PUBLIC OFFERING

The Company announces that the Hong Kong Offer Shares initially available under the Hong Kong Public Offering have been moderately over-subscribed. At the close of the application lists at 12:00 noon on Tuesday, 5 July 2022, a total of 4,352 valid applications have been received pursuant to the Hong Kong Public Offering (being applications made through the **eWhite Form** service or the **CCASS EIPO** service) for a total of 16,609,000 Hong Kong Offer Shares, representing approximately 2.21 times of the number of 7,500,000 Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering, among which:

- 4,346 valid applications were made in respect of a total of 12,109,000 Hong Kong Offer Shares under the Hong Kong Public Offering, each with an aggregate subscription amount based on the maximum Offer Price of HK\$6.96 per Offer Share (excluding brokerage of 1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%) of HK\$5 million or less, representing approximately 3.23 times of the 3,750,000 Hong Kong Offer Shares initially available in Pool A of the Hong Kong Public Offering; and
- 6 valid applications were made in respect of a total of 4,500,000 Hong Kong Offer Shares under the Hong Kong Public Offering, each with an aggregate subscription amount based on the maximum Offer Price of HK\$6.96 per Offer Share (excluding brokerage of 1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%) of more than HK\$5 million, representing approximately 1.2 times of the 3,750,000 Hong Kong Offer Shares initially available in Pool B of the Hong Kong Public Offering.

Under the Hong Kong Public Offering, (i) no application has been rejected due to dishonored payments; (ii) no invalid application has been identified for not having been completed in accordance with the instructions; (iii) 2 suspected multiple applications have been identified and rejected; and (iv) no application for more than 3,750,000 Hong Kong Offer Shares (being 50% of the 7,500,000 Hong Kong Offer Shares initially available under the Hong Kong Public Offering) has been identified.

As the over-subscription in the Hong Kong Public Offering represents less than 15 times of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, and the Sole Representative (for itself and on behalf of the Underwriters) has decided not to exercise its authority to re-allocate Offer Shares originally included in the International Offering to the Hong Kong Public Offering in accordance with guidance letter HKEX-GL91-18, no reallocation procedure as described in the section headed “Structure and Conditions of the Global Offering — Hong Kong Public Offering — Reallocation” in the Prospectus has taken place. The final number of Hong Kong Offer Shares available under the Hong Kong Public Offering is 7,500,000 Shares, representing 10% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), which have been allocated to 2,989 successful applicants under the Hong Kong Public Offering.

The Hong Kong Offer Shares have been conditionally allocated on the basis set out in the section headed “Basis of Allocation under the Hong Kong Public Offering” in this announcement.

## **INTERNATIONAL OFFERING**

The International Offer Shares have been slightly over-subscribed, representing approximately 1.36 times of the number of 67,500,000 International Offer Shares initially available under the International Offering. As the over-subscription in the Hong Kong Public Offering represents less than 15 times of the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering, and the Sole Representative (for itself and on behalf of the Underwriters) has decided not to exercise its authority to re-allocate Offer Shares originally included in the International Offering to the Hong Kong Public Offering in accordance with guidance letter HKEX-GL91-18, no reallocation procedure as described in the section headed “Structure and Conditions of the Global Offering — Hong Kong Public Offering — Reallocation” in the Prospectus has taken place. The final number of International Offer Shares available under the International Offering is 67,500,000 Shares, representing 90% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option). There has been an over-allocation of 11,250,000 International Offer Shares.

There are a total of 137 places under the International Offering. A total of 80 places have been allotted five board lots of International Offer Shares or less, representing approximately 58.39% of the total number of places under the International Offering. These places have been allotted approximately 0.06% of the International Offer Shares initially available under the International Offering (before any exercise of the Over-allotment Option). A total of 75 places have been allotted one board lot of International Offer Shares, representing approximately 54.74% of the total number of places under the International Offering. These places have been allotted approximately 0.06% of the International Offer Shares initially available under the International Offering (before any exercise of the Over-allotment Option).

## Cornerstone Investors

Based on the Offer Price of HK\$5.36 per Offer Share (exclusive of brokerage of 1%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.005%) and pursuant to the Cornerstone Investment Agreements as disclosed in the section headed “Cornerstone Investors” in the Prospectus, the number of Offer Shares subscribed for by the Cornerstone Investors is determined as set out below:

	Based on an Offer Price of HK\$5.36				
	Assuming that the Over-allotment Option is not exercised			Assuming that the Over-allotment Option is fully exercised	
			<i>Approximate % of the issued share capital immediately following completion of the Global Offering</i>		<i>Approximate % of the issued share capital immediately following completion of the Global Offering</i>
<i>Cornerstone Investors</i>	<i>Number of Offer Shares subscribed for</i>	<i>Approximate % of the Offer Shares</i>		<i>Approximate % of the Offer Shares</i>	
Baheal Wellness Limited	5,541,000	7.39%	1.23%	6.42%	1.20%
Lun’s Family <sup>(Note)</sup>	2,898,500	3.86%	0.64%	3.36%	0.63%
Kangshi No. 1 LP <sup>(Note)</sup>	7,213,000	9.62%	1.60%	8.36%	1.56%
Mr. Zheng <sup>(Note)</sup>	8,743,500	11.66%	1.94%	10.14%	1.90%
Total	24,396,000	32.53%	5.42%	28.29%	5.29%

### Note:

The final exchange rates of HK\$1.00 to RMB0.8535 and US\$1.00 to HK\$7.8466 are adopted for these cornerstone investments as described in the relevant Cornerstone Investment Agreements, which are different from the reference exchange rates of RMB1.00 to HK\$1.1649 and US\$1.00 to HK\$7.8484 as disclosed in section headed “Cornerstone Investors – The Cornerstone Investors” in the Prospectus. As a result, the actual investment amount in Hong Kong dollars and the final Offer Shares subscribed for by these Cornerstone Investors (after rounding down to the nearest whole board lot of 500 Shares) as disclosed in this Announcement are slightly different from the reference figures as disclosed in the Prospectus.

The Cornerstone Placing will form part of the International Offering, and the Cornerstone Investors will not acquire any Offer Shares under the Global Offering other than pursuant to the Cornerstone Investment Agreements. To the best knowledge of the Company, (i) each of the Cornerstone Investors is an Independent Third Party and is not an existing Shareholder nor an associate of any of the existing Shareholders; (ii) none of the Cornerstone Investors is accustomed to taking instructions from the Company and any of its subsidiaries, Directors, chief executive, Controlling Shareholders, substantial shareholders and existing shareholders, or their respective close associates; (iii) none of the subscription of the Offer Shares by the Cornerstone Investors is financed by the Company and its subsidiaries, Directors, chief executive, Controlling Shareholders, substantial shareholders and existing shareholders, or their respective close associates; and (iv) there is no side agreement or arrangement between the Group and each of the Cornerstone Investors or any benefit, direct or indirect, conferred on the Cornerstone Investors by virtue of or in relation to the Cornerstone Placing.

The Offer Shares to be subscribed by the Cornerstone Investors pursuant to the Cornerstone Investment Agreements will rank pari passu in all respect with the other fully paid Shares in issue following the completion of the Global Offering and will be counted towards the public float of the Company under Rule 8.08 of the Listing Rules. Immediately following the completion of the Global Offering, none of the Cornerstone Investors will have any Board representation in the Company and/or become a substantial shareholder of the Company. The Cornerstone Investors do not have any preferential rights under the Cornerstone Investment Agreements compared with other public Shareholders, other than a guaranteed allocation of the relevant Offer Shares at the Offer Price.

For the purpose of the cornerstone investment, Kangshi No.1 LP has engaged CCB Principal Asset Management Co., Ltd. (建信基金管理有限責任公司) (“**CCB Asset**”), an asset manager which is a QDII as approved by the relevant PRC authorities, to subscribe for or purchase and hold such Offer Shares on its behalf. CCB Asset is a member of the same group of companies as CCB International Capital Limited (“**CCBI**”), which is a Joint Global Coordinator, Joint Bookrunner and Joint Lead Manager of the Global Offering. Accordingly, CCB Asset is a connected client of CCBI. We have applied to the Stock Exchange for, and the Stock Exchange has granted to us, its consent under paragraph 5(1) of Appendix 6 to the Listing Rules to permit CCB Asset to participate in the Global Offering in its capacity as the QDII manager subject to certain conditions.

Each of the Cornerstone Investors has agreed that it will not, whether directly or indirectly, at any time during the period of six (6) months from the Listing Date, dispose of any of the Offer Shares they have purchased pursuant to the relevant Cornerstone Investment Agreement, save for certain limited circumstances, such as transfers to any of its wholly-owned subsidiaries, who will be bound by the same obligations of such Cornerstone Investor, including the lock-up restriction.

Please refer to the section headed “Cornerstone Investors” in the Prospectus for further details relating to the Cornerstone Investors.

To the best knowledge, information and belief of the Directors, no Offer Shares placed by or through the Joint Sponsors, Joint Global Coordinators, the Joint Bookrunners or the Underwriters under the Global Offering have been placed to (i) any core connected persons (as defined in the Listing Rules), or (ii) any of the existing Shareholders interested in more than 5% of the Company’s voting rights immediately before the Listing, whether in their own names or through nominees. Save as disclosed above and in the Prospectus, the International Offering is in compliance with the Placing Guidelines.

The Directors confirm to the best of their knowledge, information and belief, having made all reasonable enquiries, that no International Offer Shares have been allocated to placees who are (i) Directors or existing Shareholders; or (ii) core connected persons (as such term is defined in the Listing Rules) of the Company; or (iii) the close associates (as such term is defined in the Listing Rules) of (i) and/or (ii), whether in their own names or through nominees. The International Offering is in compliance with the Placing Guidelines. Save as disclosed above, no Offer Shares placed by or through the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers or the Underwriters under the Global Offering have been placed with any core connected person (as defined in the Listing Rules) of the Company or to any connected clients (as set out in paragraph 5(1) of the Placing Guidelines), or persons as set out in paragraph 5(2) of the Placing Guidelines, whether in their own names or through nominees.

The Directors confirm that, to the best of their knowledge, information and belief, none of the Offer Shares subscribed for by the placees and the public has been financed directly or indirectly by any of the Directors, chief executive of the Company, Controlling Shareholders, substantial Shareholders, existing Shareholders or any of their subsidiaries or any of their respective close associates, and none of the placees and the public who has subscribed for Offer Shares is accustomed to taking instructions from any of the Directors, chief executive of the Company, Controlling Shareholders, substantial Shareholders, existing Shareholders or any of their subsidiaries or any of their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it.

## **OVER-ALLOTMENT OPTION**

In connection with the Global Offering, the Company has granted the Over-allotment Option to the International Underwriters. The Over-allotment Option is exercisable by the Sole Representative on behalf of the International Underwriters pursuant to the International Underwriting Agreement at any time within the period commencing on the Listing Date and ending on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering, i.e. Thursday, 4 August 2022, to require the Company to allot and issue up to 11,250,000 additional new Shares (representing 15% of the initial number of the Offer Shares) at the Offer Price to cover over-allocations in the International Offering, if any.

There has been an over-allocation of 11,250,000 International Offer Shares, which will be settled using the Shares to be borrowed through the stock borrowing arrangement under the Stock Borrowing Agreement entered into between Wellmark Link Limited and the Stabilizing Manager. Such borrowed Shares may be covered by exercising the Over-allotment Option or by making purchases in the secondary market at prices that do not exceed the Offer Price or a combination of these means. In the event the Over-allotment Option is exercised, an announcement will be made on our website and the website of the Stock Exchange at **ir.sinohealth.cn** and **www.hkexnews.hk**, respectively. As at the date of this announcement, the Over-allotment Option has not been exercised.

## LOCK-UP UNDERTAKINGS

The Company, the Controlling Shareholders, certain existing Shareholders and the Cornerstone Investors have provided certain lock-up undertakings (the “**Lock-up Undertakings**”) in respect of the Shares. The major terms of the Lock-up Undertakings are set out as follows:

Name of Shareholder	Number of Shares subject to the Lock-up Undertakings after Listing <sup>(1)</sup>	Approximate % of the issued share capital immediately following completion of the Capitalisation Issue and the Global Offering which are subject to the Lock-up Undertakings after Listing <sup>(1)</sup>	Last day of the lock-up period <sup>(1)</sup>
<b>The Company</b> <i>(subject to lock-up obligations pursuant to the Listing Rules, the Underwriting Agreements)</i>	N/A	N/A	11 January 2023 <sup>(2)</sup>
<b>All Controlling Shareholders<sup>(3)</sup></b> <i>(subject to lock-up obligations pursuant to the Listing Rules, the Underwriting Agreements)</i>	268,987,500	59.78%	11 January 2023 (First Six-Month Period) 11 July 2023 (Second Six-Month Period) <sup>(4)</sup>
<b>Certain Existing Shareholders<sup>(5)</sup></b> <i>(subject to voluntary lock-up undertakings)</i>	106,012,500	23.56%	11 January 2023 <sup>(6)</sup>
<b>Cornerstone Investors</b> <i>(subject to lock-up obligations pursuant to the Cornerstone Investment Agreements)</i>	24,396,000	5.42%	11 January 2023 <sup>(6)</sup>

*Notes:*

- (1) Assuming that the Over-allotment Option is not exercised.
- (2) The Company may issue Shares without any lock-up obligations after the indicated date.
- (3) Each of Mr. Wu, Ms. Wang, Wellmark BVI, WLF BVI and Rikan LLP, each being a Controlling Shareholder, is subject to lock-up obligations with respect to the Shares in respect of which it was shown by the Prospectus to be the beneficial owner.
- (4) The Controlling Shareholders shall not (a) dispose of any of the relevant shares in the First Six-Month Period; and (b) dispose of any of the relevant shares in the Second Six-Month Period if immediately following such disposal the Controlling Shareholders would cease to be a controlling shareholder (as defined in the Listing Rules) of the Company.
- (5) Each of Montesy Capital BVI, Shanghai Tianyi BVI, Hansson BVI and Zhongwei Tengyun BVI has voluntarily given a 6-month lock-up undertaking to the Company and the Sole Sponsor with respect to the Shares in respect of which it was shown by the Prospectus to be the beneficial owner, as further detailed in the section headed “History, Reorganization and Corporate Structure — Pre-IPO Investments” in the Prospectus.
- (6) Certain existing shareholders and the Cornerstone Investors may not dispose of their respective Shares for a period of six months from the Listing Date, save for certain special circumstances in the case of the Cornerstone Investors.

## BASIS OF ALLOCATION UNDER THE HONG KONG PUBLIC OFFERING

Subject to satisfaction of the conditions set out in the section headed “Structure and Conditions of the Global Offering — Conditions of the Global Offering” in the Prospectus, 2,989 valid applications made by the public through the **eWhite Form** service or the **CCASS EIPO** service will be conditionally allocated on the basis set out below:

Pool A			Approximate percentage allotted of the total number of Shares applied for
Number of Shares applied for	Number of valid applications	Basis of allocation/ballot	
500	2,551	1,276 out of 2,551 to receive 500 Shares	50.02%
1,000	917	829 out of 917 to receive 500 Shares	45.20%
1,500	131	500 Shares plus 26 out of 131 to receive additional 500 Shares	39.95%
2,000	81	500 Shares plus 42 out of 81 to receive additional 500 Shares	37.96%
2,500	91	500 Shares plus 73 out of 91 to receive additional 500 Shares	36.04%
3,000	48	1,000 Shares plus 6 out of 48 to receive additional 500 Shares	35.42%
3,500	20	1,000 Shares plus 8 out of 20 to receive additional 500 Shares	34.29%
4,000	32	1,000 Shares plus 20 out of 32 to receive additional 500 Shares	32.81%
4,500	13	1,000 Shares plus 11 out of 13 to receive additional 500 Shares	31.62%
5,000	222	1,500 Shares plus 33 out of 222 to receive additional 500 Shares	31.49%
7,500	35	2,000 Shares plus 23 out of 35 to receive additional 500 Shares	31.05%
10,000	46	3,000 Shares plus 9 out of 46 to receive additional 500 Shares	30.98%
12,500	25	3,500 Shares plus 13 out of 25 to receive additional 500 Shares	30.08%
15,000	30	4,500 Shares	30.00%
20,000	28	5,500 Shares plus 17 out of 28 to receive additional 500 Shares	29.02%
25,000	30	7,000 Shares	28.00%
37,500	10	10,000 Shares plus 3 out of 10 to receive additional 500 Shares	27.07%
50,000	9	13,000 Shares	26.00%
75,000	7	18,500 Shares plus 4 out of 7 to receive additional 500 Shares	25.05%
100,000	10	24,000 Shares	24.00%
125,000	1	29,000 Shares	23.20%
150,000	3	33,000 Shares	22.00%
200,000	3	44,000 Shares	22.00%



### Pool A

Number of Shares applied for	Number of valid applications	Basis of allocation/ballot	Approximate percentage allotted of the total number of Shares applied for
500,000	3	105,000 Shares	21.00%
Total	<u>4,346</u>	<b>Total number of Pool A successful applicants: 2,983</b>	

### Pool B

Number of shares applied for	Number of valid applications	Basis of allocation/ballot	Approximate percentage allotted of the total number of shares applied for
750,000	6	625,000 Shares	83.33%
Total	<u>6</u>	<b>Total number of Pool B successful applicants: 6</b>	

The final number of Hong Kong Offer Shares available under the Hong Kong Public Offering is 7,500,000 Shares, representing 10% of the total number of Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option).

The number of Offer Shares comprised in the International Offering is 67,500,000 Offer Shares, which were allocated in full (subject to the Over-allotment Option), representing approximately 90% of the total number of the Offer Shares under the Global Offering (before any exercise of the Over-allotment Option).

## RESULTS OF ALLOCATION

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available at the times and date and in the manner specified below:

- in this announcement to be posted on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [ir.sinohealth.cn](http://ir.sinohealth.cn) by no later than 9:00 a.m. on Monday, 11 July 2022.

This announcement contains a list of identification document numbers. Identification document numbers shown in the section headed "Results of Applications Made by **eWhite Form**" in this announcement refer to the Hong Kong identity card numbers, passport numbers, Hong Kong business registration numbers or beneficial owner identification codes (if such applications are made by nominees as agent for the

benefit of another person) whereas those displayed in the section headed “Results of Applications Made by Giving **Electronic Application Instructions** to HKSCC via CCASS” in this announcement are provided by CCASS Participants via CCASS. Therefore, the identification document numbers shown in the two sections are different in nature.

Please note that the list of identification document numbers set out in this announcement may not be a complete list of successful applicants, since only successful applicants whose identification document numbers are provided to HKSCC by CCASS Participants are disclosed. Applicants with beneficial names only but not identification document numbers are not disclosed due to personal privacy issue as elaborated below. Applicants who applied for the Hong Kong Offer Shares through their brokers can consult their brokers to enquire about their application results.

Since applications are subject to personal information collection statements, beneficial owner identification codes displayed in the sections headed “Results of Applications Made by **eWhite Form**” and “Results of Applications Made by Giving **Electronic Application Instructions** to HKSCC via CCASS” are redacted and not all details of applications are disclosed in this announcement.

- from the designated results of allocations website at **[www.ewhiteform.com.hk/results](http://www.ewhiteform.com.hk/results)** with a “search by ID” function on a 24-hour basis from 9:00 a.m. on Monday, 11 July 2022 to 12:00 midnight on Friday, 15 July 2022; and
- from the telephone enquiry line by calling +852 2153 1688 between 9:00 a.m. and 6:00 p.m. from Monday, 11 July 2022 to Friday, 15 July 2022 on a business day (excluding Hong Kong public holiday).

## SHAREHOLDING CONCENTRATION ANALYSIS

Set out below is a summary of the allotment results under the Global Offering:

- the number of Offer Shares subscribed for by the top 1, 5, 10, 20 and 25 placees under the International Offering, their subscription percentages in the International Offering, their subscription percentages in the Global Offering, and their shareholding percentages upon Listing are as follows:

Placee(s)	Number of Shares subscribed for in the International Offering (Note 1)	Number of Shares held upon Listing	Subscription as a % of International Offer Shares (assuming no exercise of the Over-allotment Option) (Note 2)	Subscription as a % of International Offer Shares (assuming that the Over-allotment Option is exercised in full)	Subscription as a % of Offer Shares (assuming no exercise of the Over-allotment Option) (Note 2)	Subscription as a % of Offer Shares (assuming that the Over-allotment Option is exercised in full)	% of issued Shares held upon Listing (assuming no exercise of the Over-allotment Option) (Note 2)	% of issued Shares held upon Listing (assuming that the Over-allotment Option is exercised in full)
Top 1	9,300,000	9,300,000	13.78%	11.81%	12.40%	10.78%	2.07%	2.02%
Top 5	38,448,000	38,448,000	56.96%	48.82%	51.26%	44.58%	8.54%	8.34%
Top 10	58,491,000	58,491,000	86.65%	74.27%	77.99%	67.82%	13.00%	12.68%
Top 20	70,857,500	70,857,500	104.97%	89.98%	94.48%	82.15%	15.75%	15.36%
Top 25	74,119,000	74,119,000	109.81%	94.12%	98.83%	85.94%	16.47%	16.07%

- the number of Offer Shares subscribed for by the top 1, 5, 10, 20 and 25 Shareholders upon Listing, the number of Offer Shares to be directly held by them upon Listing, their subscription percentages in the International Offering and the Global Offering, and their shareholding percentages upon Listing are as follows:

Shareholder(s)	Number of Shares subscribed for in the Global Offering (Note 1)	Number of Shares held upon Listing	Subscription as a % of International Offer Shares (assuming no exercise of the Over-allotment Option) (Note 2)	Subscription as a % of International Offer Shares (assuming that the Over-allotment Option is exercised in full)	Subscription as a % of Offer Shares (assuming no exercise of the Over-allotment Option) (Note 2)	Subscription as a % of Offer Shares (assuming that the Over-allotment Option is exercised in full)	% of issued Shares held upon Listing (assuming no exercise of the Over-allotment Option) (Note 2)	% of issued Shares held upon Listing (assuming that the Over-allotment Option is exercised in full)
Top 1	–	181,237,500	0.00%	0.00%	0.00%	0.00%	40.28%	39.29%
Top 5	–	366,617,625	0.00%	0.00%	0.00%	0.00%	81.47%	79.48%
Top 10	32,907,000	406,142,250	48.75%	41.79%	43.88%	38.15%	90.25%	88.05%
Top 20	63,749,500	438,749,500	94.44%	80.95%	85.00%	73.91%	97.50%	95.12%
Top 25	69,287,000	444,287,000	102.65%	87.98%	92.38%	80.33%	98.73%	96.32%

*Note:*

- (1) The number of Shares subscribed for in the Global Offering includes over-allocated Shares.
- (2) The number of Shares under subscription includes over-allocated Shares, while the number of International Offer Shares, the number of Offer Shares or the number of issued Shares upon Listing does not take into account the Shares to be allotted and issued upon the exercise of the Over-allotment Option when calculating the respective percentage.

**In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should beware of the risks that the price of the Shares could fluctuate significantly even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.**