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EC Healthcare
醫思健康

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2138)

DISCLOSURE UNDER RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Listing Rules with respect to the Facility Agreement. The Facility Agreement imposes a specific performance obligation on Mr. Tang Chi Fai, the controlling shareholder of the Company.

This announcement is made by EC Healthcare (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

FACILITY AGREEMENT

The board of directors (the “**Board**”) of the Company announces that on 9 May 2023, Union (Group) Investment Limited (a wholly-owned subsidiary of the Company) (the “**Borrower**”), as borrower, the Company, as the guarantor, entered into a facility agreement (the “**Facility Agreement**”) in respect of HK\$1,000,000,000 term and revolving loan facilities (the “**Loan Facilities**”) with a number of commercial banks, as the lenders (the “**Lenders**”).

The Loan Facilities will mature 42 months from the date on which the Loan Facilities is first utilized, subject to an extension of a further 18 months if requested by the Borrower and approved by the Lenders.

SPECIFIC PERFORMANCE OBLIGATION

Under the terms of the Facility Agreement, Mr. Tang Chi Fai, the Chairman, an executive Director and the controlling shareholder of the Company, shall legally and beneficially owns (directly or indirectly) at least 51% of all the issued shares of the Company, and remains as chairman of the Board.

Failure to comply with such requirement will grant each Lender the right to request mandatory repayment under the Facility Agreement. In such case, each Lender may declare the Loan Facilities to be cancelled and/or declare all outstanding amounts together with interest accrued and all other amounts payable by the Company to be immediately due and payable.

As of the date of this announcement, Mr. Tang Chi Fai is beneficially interested in approximately 60.93% of the total issued share capital of the Company.

The Company will make continuing disclosure in its subsequent interim and annual reports pursuant to the requirements of Rule 13.21 of the Listing Rules.

By Order of the Board
EC Healthcare
Raymond Siu
Company Secretary

Hong Kong, 9 May 2023

As at the date of this announcement, the executive directors of the Company are Mr. Tang Chi Fai, Mr. Lu Lyn Wade Leslie, Mr. Lee Heung Wing, Ms. Wong Ka Ki Ada, and Mr. Wong Chi Cheung; the non-executive director of the Company is Mr. Luk Kun Shing Ben; and the independent non-executive directors of the Company are Mr. Ma Ching Nam, Mr. Look Andrew and Mr. Au Tsun.