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LIFE HEALTHCARE GROUP LIMITED

蓮和醫療健康集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 928)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



英皇證券有限公司

Emperor Securities Limited

Reference is made to the announcement of Life Healthcare Group Limited (the “**Company**”) dated 3 November 2023 in relation to the Placing (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated herein.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and the completion of the Placing took place on 29 November 2023. An aggregate of 160,480,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.06 per Placing Share pursuant to the terms and conditions of the Placing Agreement to the following Placees:

Placee(s)	No. of Placing Shares
Mr. Lu Xingwu	87,300,000
Ms. Zou Cuiying	42,680,000
Ms. Jiang Lijun	30,000,000
Mr. Ng Ka Hei	500,000
Total	<u>160,480,000</u>

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the Placees is an individual investor and Independent Third Party; and (ii) none of the Placees has become a substantial Shareholder (as defined under the Listing Rules) upon completion of the Placing.

The 160,480,000 Placing Shares represent approximately 10.41% of the existing issued share capital of the Company as at the date of this announcement immediately prior to completion of the Placing and approximately 9.43% of the issued share capital of the Company as enlarged by the Placing Shares.

The gross proceeds from the Placing will be approximately HK\$9.6 million and the net proceeds from the Placing (after deducting the placing commission for the Placing and other relevant expenses) will be approximately HK\$9.3 million. The net price of the Placing Shares is approximately HK\$0.058. The Company intends to apply the net proceeds for the expansion or acquisition of channels for the sales of Maotai-flavor liquor under the "Diwangchi" (帝王池) brand in the PRC.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after completion of the Placing are as follows:

Name of Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Substantial Shareholders:				
Wong Yat Fung	447,504,080	29.02%	447,504,080	26.29%
Wang Wen	257,200,000	16.67%	257,200,000	15.10%
Public Shareholders:				
Placees	–	–	160,480,000	9.43%
Others	837,320,980	54.31%	837,320,980	49.18%
Total	1,542,025,060	100.00%	1,702,505,060	100.00%

By order of the Board
Life Healthcare Group Limited
Wang Mengyao
Executive Director

Hong Kong, 29 November 2023

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Wang Mengyao
 Mr. Liu Mingqing
 Mr. Pang Zhen
 Mr. Man Wai Lun

Independent Non-executive Directors:

Mr. Gu Jianguo
 Ms. Yang Xilin
 Ms. Yan Ming