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New Horizon Health Limited
諾輝健康

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6606)

**(1) THE THIRD QUARTERLY UPDATE ON RESUMPTION PROGRESS;
AND
(2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by New Horizon Health Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) pursuant to Rule 13.09(2) (a) and Rule 13.24A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to (i) the announcement of the Company dated March 28, 2024 in relation to the suspension of trading in the shares of the Company on the Stock Exchange with effect from 9:00 a.m. on March 28, 2024; (ii) the announcement of the Company dated March 28, 2024 in relation to, among others, the delay in publication of the 2023 Annual Results; (iii) the announcement of the Company dated April 8, 2024 in relation to, among others, the establishment of the Independent Special Committee; (iv) the announcement of the Company dated May 28, 2024 on the Resumption Guidance from the Stock Exchange; (v) the announcement of the Company dated June 28, 2024 in relation to the first quarterly update on resumption progress; (vi) the announcement of the Company dated September 9, 2024 in relation to the resignation of the Company’s auditor; (vii) the announcement of the Company dated September 27, 2024 in relation to the appointment of a new auditor of the Company; and (viii) the announcement of the Company dated September 27, 2024 in relation to, among others, the change in composition of the Independent Special Committee (collectively, the “**Announcements**”).

Unless otherwise stated, capitalized terms used in this announcement shall bear the same meanings as those defined in the Announcements.

The Board wishes to provide an update to the Shareholders and potential investors of the Company on the development of its business operations and financial position, as well as on its resumption progress.

UPDATE ON BUSINESS OPERATIONS AND FINANCIAL POSITION

The Company is a commercial stage biotech company principally engaged in developing and commercializing innovative cancer screening products to address significant unmet medical needs in the cancer screening industry in China.

As at the date of this announcement, the Group is carrying on its business operations as usual in all material respects notwithstanding the suspension of trading in the Company's shares.

The Company will continuously assess the impact of the trading suspension on the business operations and financial position of the Group, take appropriate measures and make further announcement(s) as and when appropriate.

UPDATE ON PROGRESS OF RESUMPTION

Reference is made to the announcement of the Company dated May 28, 2024 on the Resumption Guidance from the Stock Exchange, the announcement of the Company dated June 28, 2024 in relation to the first quarterly update on resumption progress and the announcement of the Company dated September 27, 2024 in relation to the second quarterly update on resumption progress.

Set out below is the Resumption Guidance and a further update on the progress of resumption:

Resumption Guidance

- (i) publish all outstanding financial results required under the Listing Rules and address any audit modifications

- (ii) conduct an appropriate independent forensic investigation into the audit issues (including (a) the Audit Identified Issues; (b) the allegations contained in two short-selling reports against the Group published in 2023; and (c) additional issues raised by the Auditor in relation to the Audit Identified Issues), announce the findings, assess the impact and take appropriate remedial actions

Update on Resumption Progress

As at the date of this announcement, the Company, with the Independent Special Committee having overall oversight on the Investigation, has been proactively assisting the Investigator to advance and complete the Investigation. Given the Investigation remains ongoing, additional time is required for the 2023 Annual Results to be finalized, including but not limited to assessing any financial and other potential impact of the Audit Identified Issues on the same. Accordingly, the publication of the 2024 Interim Results has also been delayed.

The Company will announce and inform its Shareholders the expected date of publication of the 2023 Annual Results and the 2024 Interim Results as and when appropriate.

As at the date of this announcement, the Investigation remains ongoing and the Company, with the Independent Special Committee having overall oversight on the Investigation, has been proactively assisting the Investigator to advance and complete the Investigation and maintaining active dialogues with all relevant parties of the Investigation to resolve the audit issues.

The Company will announce the relevant findings of the Investigation as and when appropriate in accordance with the requirements under the Listing Rules upon completion of the Investigation or any major stage(s) thereof, and will, if necessary, take appropriate remedial actions.

Resumption Guidance

- (iii) demonstrate that there is no reasonable regulatory concern about management integrity and/or the integrity of any persons with substantial influence over the Company's management and operations, which may pose a risk to investors and damage market confidence
- (iv) conduct an independent internal control review and demonstrate that the Company has in place adequate internal controls and procedures to comply with the Listing Rules
- (v) demonstrate the Company's compliance with Rule 13.24 of the Listing Rules
- (vi) inform the market of all material information for the Shareholders and investors to appraise the Company's position

Update on Resumption Progress

The Company will take appropriate actions and measures as soon as practicable upon completion of the Investigation to ensure that there does not exist reasonable regulatory concerns, if any, about the management integrity and/or the integrity of any persons with substantial influence over the Company's management and operations.

As at the date of this announcement, the IC Review remains ongoing. The Company will announce the key findings of the IC Review as and when appropriate in accordance with the requirements under the Listing Rules.

Since the suspension of trading in the Company's shares on March 28, 2024 and up to the date of this announcement, the business operations of the Group have continued as usual in all material respects. The Company's compliance with Rule 13.24 of the Listing Rules would be assessed with the publication of the 2023 Annual Results and the 2024 Interim Results.

Since the suspension of trading in the Company's shares on March 28, 2024, the Company has kept its Shareholders and potential investors informed of all material information, including, among others, the audit progress, the Investigation progress and the Resumption Guidance.

The Company will continue to keep its Shareholders and potential investors informed of any relevant material development by making further announcement(s) as and when appropriate in accordance with the requirements under the Listing Rules.

The Company has been working and will continue to work closely with all relevant parties towards the resumption of trading in its shares; and will publish further announcement(s) and quarterly updates to keep its Shareholders and potential investors informed of the latest resumption progress and other update and development of the Company as and when appropriate and in accordance with the Listing Rules.

CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange has been suspended since March 28, 2024 and will remain suspended pending fulfilment of the Resumption Guidance.

Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

By order of the Board
New Horizon Health Limited
Mr. YeQing ZHU
Chairman

Hong Kong, December 27, 2024

As at the date of this announcement, the Board comprises Mr. YeQing ZHU as Chairman and executive Director, Dr. Yiyou CHEN as executive Director, Mr. Naxin YAO as non-executive Director, and Mr. Danke YU, Dr. Donald Kwok Tung LI, Mr. LAU Ngai Kee Ricky, Ms. NG Weng Sin and Ms. Jiangnan KONG as independent non-executive Directors.