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**New Horizon Health Limited**

**諾輝健康**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6606)**

**MODIFIED AND ADDITIONAL RESUMPTION GUIDANCE  
AND  
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 (“**Initial Resumption Guidance**”); (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; (viii) the announcement of the Company dated September 27, 2024 in relation to, among others, the second quarterly update on resumption progress; (ix)

the announcement of the Company dated December 27, 2024 in relation to the third quarterly update on resumption progress; (x) the announcement of the Company dated January 6, 2025 in relation to the resignation of an Independent Non-executive Director and non-compliance with Rule 3.21 of the Listing Rules; and (xi) the announcement of the Company dated January 9, 2025 in relation to the additional resumption guidance from the Stock Exchange (“**Additional Resumption Guidance**”) (collectively, the “**Announcements**”).

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

## **MODIFIED AND ADDITIONAL RESUMPTION GUIDANCE**

On March 6, 2025, the Company received a letter from the Stock Exchange, in which the Stock Exchange notifies the Company:

- (i) to include the following additional resumption guidance (the “**Second Additional Resumption Guidance**”):
  - Demonstrate that the Company is suitable for continued listing.
- (ii) to modify one of the Initial Resumption Guidance (the “**Modified Resumption Guidance**”) as follows:
  - Conduct an appropriate independent forensic investigation into the audit issues (including (a) all the concerns raised by the Auditor about the validity and commercial substance of certain sales transactions and selling and marketing expenses of the Company (“**Audit Identified Issues**”); (b) allegations 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) for each financial year ended from December 31, 2021 to December 31, 2024, announce the findings, assess the impact and take appropriate remedial actions.

As a result of the above and for completeness, having taken into account the Initial Resumption Guidance, the Modified Resumption Guidance, the Additional Resumption Guidance and the Second Additional Resumption Guidance (collectively, the “**Resumption Guidance**”), the latest Resumption Guidance for the Company as at the date of this announcement is as follows:

- (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) all the concerns raised by the Auditor about the validity and commercial substance of certain sales transactions and selling and marketing expenses of the Company (“**Audit Identified Issues**”); (b) allegations 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) for each financial year ended from December 31, 2021 to December 31, 2024, announce the findings, assess the impact and take appropriate remedial actions;
- (iii) demonstrate that there is no reasonable regulatory concern about the 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) re-comply with Rule 3.21 of the Listing Rules;
- (vii) demonstrate that the Company is suitable for continued listing; and
- (viii) inform the market of all material information for the Shareholders and other investors to appraise its position.

It is stated in the Resumption Guidance that the Company must meet all resumption guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange further indicated that it may modify or supplement the Resumption Guidance if the Company’s situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on September 27, 2025. If the Company fails to remedy the issues causing its trading suspension, fulfill the resumption guidance and fully comply with the Listing Rules to the Stock Exchange’s satisfaction and resume trading in its shares by September 27, 2025, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company’s listing.

Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange has the right to impose a shorter specific remedial period, where appropriate. Under Chapter 2A of the Listing Rules, the Stock Exchange has also rights to bring disciplinary action against the Company and/or its directors at the material time and issue any sanctions against them, at any time the Stock Exchange considers appropriate.

The Company is taking appropriate steps to comply with the Resumption Guidance and will seek to resume trading of its shares as soon as possible. The Company will keep the Shareholders and potential investors informed of the latest status and development of the Company, as and when appropriate, as well as publish quarterly updates on its development pursuant to Rule 13.24A of 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 until further notice.

**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. Naxin Yao**  
*Chairman*

Hong Kong, March 10, 2025

*As at the date of this announcement, the Board comprises Mr. Naxin YAO as Chairman and non-executive Director, Dr. Yiyong CHEN as executive Director, and Mr. Danke YU, Mr. LAU Ngai Kee Ricky, Ms. NG Weng Sin, Ms. Jiangnan KONG and Dr. Yang WANG as independent non-executive Directors.*