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CHINA LONGEVITY GROUP COMPANY LIMITED

中國龍天集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1863)

**NO CHANGE IN THE ADVICE OF THE
JOINT INDEPENDENT FINANCIAL ADVISERS
IN RELATION TO THE RESPONSE DOCUMENT RELATING TO THE
CONDITIONAL VOLUNTARY CASH PARTIAL OFFER BY
SOMERLEY CAPITAL LIMITED
FOR AND ON BEHALF OF
ALTERNATIVE LIQUIDITY INDEX, LP
TO ACQUIRE A MAXIMUM OF 85,261,250 SHARES IN
CHINA LONGEVITY GROUP COMPANY LIMITED**

Joint Independent Financial Advisers to the Independent Board Committee



References are made to (a) the offer document issued by Alternative Liquidity Index, LP (the “**Offeror**”) dated 11 March 2025 in respect of, among other things, the conditional voluntary cash partial offer being made by Somerley Capital Limited for and on behalf of the Offeror to acquire an amount no less than 8,526,125 shares of China Longevity Group Company Limited (the “**Company**”) but no more than the maximum of 85,261,250 shares of the Company; (b) the response document issued by the Company dated 25 March 2025 (the “**Response Document**”); and (c) the annual results announcement for the year ended 31 December 2024 issued by the Company dated 28 March 2025 (the “**2024 Annual Results Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Response Document.

NO CHANGE IN THE ADVICE OF THE JOINT INDEPENDENT FINANCIAL ADVISERS AND THE INDEPENDENT BOARD COMMITTEE

As disclosed in the Response Document, the Joint Independent Financial Advisers have been appointed to advise the Independent Board Committee in respect of the Partial Offer, and in particular, as to whether the Partial Offer is fair and reasonable and as to acceptance of the Partial Offer. Accordingly, the Joint Independent Financial Advisers recommended the Independent Board Committee to advise the Independent Shareholders NOT TO accept the Offer.

The Joint Independent Financial Advisers have confirmed to the Board that the information in the 2024 Annual Results Announcement does not affect their advice that the Partial Offer is NOT fair and reasonable so far as the Qualifying Shareholders are concerned and do not recommend the Qualifying Shareholders to accept the Partial Offer, as set out in the section headed “Letter from the Joint Independent Financial Advisers” in the Response Document, and as such, there is no change in their advice and recommendation.

The Independent Board Committee has considered the advice from the Joint Independent Financial Advisers, and has confirmed that its opinion and recommendation in respect of the Partial Offer is NOT fair and reasonable so far as the Qualifying Shareholders are concerned and recommend the Qualifying Shareholders NOT TO accept the Partial Offer, as set out in the section headed “Letter from the Independent Board Committee” in the Response Document remain unchanged.

This announcement is supplemental to and should be read in conjunction with the Response Document.

WARNING: Pursuant to the Takeovers Code, the Response Document has been issued by the Company with the inclusion of the views of the Independent Board Committee on the Partial Offer, and the letter of advice from the Joint Independent Financial Advisers to the Independent Board Committee in respect of the Partial Offer. Qualifying Shareholders are strongly advised to read carefully the advice, opinion, financial information of the Group and other information contained in the Response Document, including the recommendation from the Independent Board Committee and the advice from the Joint Independent Financial Advisers before deciding whether to accept or reject the Partial Offer. Qualifying Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

Shareholders and potential investors of the Company should note that the Partial Offer is subject to the satisfaction of the Condition. Accordingly, the Partial Offer will lapse if it does not become unconditional.

SUSPENSION OF TRADING

The shares of the Company have been suspended from trading on the Stock Exchange since 14 February 2013.

As of the date of this announcement, the Company has not received any notice from the Stock Exchange stating that it is proceeding to delist the Company.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
CHINA LONGEVITY GROUP COMPANY LIMITED
Liu Jun
Chairman and Executive Director

Hong Kong, 28 March 2025

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Liu Jun, Mr. Jiang Shisheng and Mr. Gao Juwen, and three independent non-executive directors are Mr. Lau Chun Pong, Mr. Lu Jiayu and Ms. Jiang Ping.

All the Directors jointly and severally accept fully responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.