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JBM (Healthcare) Limited

健倍苗苗(保健)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2161)

UPDATE ON THE PROPOSED SPIN-OFF AND SEPARATE LISTING OF JPJ (TCM) LIMITED ON THE MAIN BOARD OF THE STOCK EXCHANGE

RECORD DATE FOR ASSURED ENTITLEMENT AND CLOSURE OF REGISTER OF MEMBERS

The Record Date for the purpose of determining the Assured Entitlement will be Monday, 7 December 2026. The register of members of the Company will be closed on Monday, 7 December 2026 and no transfer of the Shares will be registered on such day. The last day for dealing in the Shares cum-entitlement to the Assured Entitlement will be Wednesday, 2 December 2026.

As the final dates of registration and issue of the Prospectus have not yet been finalised, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off.

As the Proposed Spin-off is conditional upon, among other things, the approval of the Listing Committee, the final decision of the Board and the board of directors of JPJ, market conditions and other considerations, the Proposed Spin-off may or may not materialise. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

INTRODUCTION

Reference is made to the announcement of the Company dated 17 July 2026 in relation to the Proposed Spin-off. As disclosed in the aforementioned announcement, the Company intends to spin-off JPJ by way of the Global Offering and the separate listing of the JPJ Shares on the Main Board of the Stock Exchange.

In accordance with the requirements of PN15, the Board proposes to give due regard to the interests of the Shareholders by providing the Qualifying Shareholders with the Assured Entitlement by way of the Preferential Offering, if the Proposed Spin-off proceeds.

It is currently intended that, if the Proposed Spin-off proceeds, an Assured Entitlement of approximately 5.0% of the JPJ Shares initially being offered under the Global Offering will be offered to the Qualifying Shareholders by way of the Preferential Offering. The purpose of this announcement is to inform the Shareholders of the Record Date for the purpose of determining the Assured Entitlement. Shareholders whose names appear on the register of members of the Company on the Record Date (excluding the Non-Qualifying Shareholders) will be entitled to apply for the JPJ Shares on an assured basis pursuant to the Preferential Offering, and the basis of such Assured Entitlement will be determined based on their respective shareholdings in the Company on the Record Date, the details of which will be separately announced as and when appropriate.

RECORD DATE AND CLOSURE OF REGISTER OF MEMBERS

The Record Date for the purpose of determining the Assured Entitlement will be Monday, 7 December 2026. The register of members of the Company will be closed on Monday, 7 December 2026 and no transfer of the Shares will be registered on such day.

In order to qualify for the Assured Entitlement, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 4 December 2026. The last day for dealing in the Shares cum-entitlement to the Assured Entitlement will be Wednesday, 2 December 2026.

As the final dates of registration and issue of the Prospectus have not yet been finalised, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off.

In the event that there is any change to the Record Date and the date of the closure of the register of members of the Company for determining the Assured Entitlement, a further announcement will be made by the Company and such revised Record Date and date of the closure of the register of members of the Company will supersede and replace the Record Date and the date of the closure of the register of members of the Company for determining the Assured Entitlement set out in this announcement.

GENERAL

Details in respect of the Proposed Spin-off, including the size, structure, expected timetable and terms of the Assured Entitlement, have not yet been finalised. Further announcement(s) will be made by the Company in respect of the Proposed Spin-off as and when appropriate.

As the Proposed Spin-off is conditional upon, among other things, the approval of the Listing Committee, the final decision of the Board and the board of directors of JPJ, market conditions and other considerations, the Proposed Spin-off may or may not materialise. Shareholders and other investors should be aware that there is no assurance that the Proposed Spin-off will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and other investors are reminded to exercise caution when dealing in the securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

"Assured Entitlement"	the entitlement of the Qualifying Shareholders to apply for the JPJ Shares on an assured basis pursuant to the Preferential Offering determined on the basis of their respective shareholdings in the Company on the Record Date
"Board"	the board of Directors
"Company"	JBM (Healthcare) Limited (健倍苗苗 (保健) 有限公司), an exempted company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (stock code: 02161)
"Director(s)"	director(s) of the Company
"Global Offering"	the Hong Kong public offering and the international offering of the JPJ Shares
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"JPJ"	JPJ (TCM) Limited (保濟元和(TCM)有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 26 March 2026
"JPJ Share(s)"	ordinary share(s) with nominal value of HK$0.01 each in the share capital of JPJ
"Listing Committee"	the Listing Committee of the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Non-Qualifying Shareholder(s)"	Shareholder(s) with registered addresses in, or who are otherwise known by the Company to be residents of, jurisdictions outside Hong Kong on the Record Date, in respect of whom the directors of the Company and JPJ, based on the enquiries made by them, consider it necessary or expedient to exclude from the Preferential Offering on account either of the legal restrictions under the laws of the relevant jurisdiction in which the relevant Shareholder is resident or the requirements of the relevant regulatory body or stock exchange in that jurisdiction
"PN15"	Practice Note 15 of the Listing Rules

"Preferential Offering"	the preferential offering of the JPJ Shares to the Qualifying Shareholders in the form of Assured Entitlement in the Global Offering
"Proposed Spin-off"	the proposed spin-off and separate listing of the JPJ Shares on the Main Board of the Stock Exchange
"Prospectus"	the prospectus to be issued by JPJ in relation to the Global Offering
"Qualifying Shareholder(s)"	Shareholder(s) whose name(s) appear on the register of members of the Company on the Record Date, excluding Non-Qualifying Shareholders
"Record Date"	Monday, 7 December 2026 being the record date on which the entitlement of the Qualifying Shareholders to apply for the JPJ Shares is determined
"Share(s)"	ordinary share(s) of the Company
"Shareholder(s)"	the holder(s) of Share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

By Order of the Board
JBM (Healthcare) Limited
YIM Chun Leung
Executive Director

Hong Kong, 23 November 2026

As at the date of this announcement, the Board comprises Mr. Sum Kwong Yip, Derek (also as Chairman and Chief Executive Officer), Mr. Yim Chun Leung and Dr. Cheng Celine Heung Kwan as executive Directors, Mr. Yeung Kwok Chun, Harry as non-executive Director, and Mr. Chan Kam Chiu, Simon, Mr. Luk Ting Lung, Alan and Mr. Lau Shut Lee, Tony as independent non-executive Directors.