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CHINA HEALTHWISE HOLDINGS LIMITED

中國智能健康控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 348)

COMPLETION OF ISSUE OF BONDS INVOLVING CONVERTIBLE BONDS UNDER SPECIFIC MANDATE AND STRAIGHT BONDS

References are made to the announcements of the China Healthwise Holdings Limited (the “**Company**”) dated 19 August 2024, 9 September 2024, 20 September 2024, 8 October 2024, 8 November 2024, 15 November 2024, 22 November 2024 and 17 December 2024, and the circular of the Company dated 27 November 2024 (the “**Circular**”), in relation to the proposed issue of bonds involving convertible bonds under specific mandate and straight bonds. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

The Board is pleased to announce that all the conditions precedent as set out in the Subscription Agreement have been satisfied and the Bonds have been issued on 31 December 2024.

For illustrative purpose only, set out below is the shareholding structure of the Company (i) as at the date of this announcement and (ii) immediately after the full conversion of the Convertible Bonds (assuming that there is no other change in the existing shareholding of the Company) is as follows:

Name of the Shareholder	As at the date of this announcement		Immediately after the full conversion of the Convertible Bonds (assuming that there is no other change in the existing shareholding of the Company)	
	No. of Shares	Approx. %	No. of Shares	Approx. %
Eternity Investment Limited (Note 1)	169,042,824	21.94	169,042,824	17.58
Mr. Lei Hong Wai (Note 2)	18,663,636	2.42	18,663,636	1.94
The Subscriber	—	—	190,909,090	19.86
Public Shareholders	<u>582,774,376</u>	<u>75.64</u>	<u>582,774,376</u>	<u>60.62</u>
Total	<u><u>770,480,836</u></u>	<u><u>100.00</u></u>	<u><u>961,389,926</u></u>	<u><u>100.00</u></u>

Notes:

1. These Shares were registered in the name of Eternity Finance Group Limited, a wholly owned subsidiary of RICHE (BVI) LIMITED, which in turn is wholly owned by Eternity Investment Limited (“**Eternity**”), the shares of which are listed on the Main Board of the Exchange under stock code: 764.
2. Mr. Lei, an executive Director, is also an executive director of Eternity and by virtue of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), is deemed to be interested in approximately 25.99% of the issued share capital of Eternity.

By Order of the Board
China Healthwise Holdings Limited
Lei Hong Wai
Chairman and Executive Director

Hong Kong, 31 December 2024

As at the date of this announcement, the executive Directors are Mr. Lei Hong Wai (Chairman), Mr. Cheung Kwok Wai Elton (Vice Chairman), Mr. Leung Alex, Ms. Lo Ming Wan and Mr. Yuan Huixia; and the independent non-executive Directors are Mr. Lai Hok Lim, Mr. Lien Wai Hung and Mr. Tsang Chin Pang.