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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)

**DISCLOSEABLE TRANSACTION –
PROVISION OF FINANCIAL ASSISTANCE**

PROVISION OF FINANCIAL ASSISTANCE

The Board announces that, on 7 November 2017 (after trading hours of the Stock Exchange), the Loan Agreement was entered into between Good Cheer Global as lender and Customer A as borrower. Pursuant to the Loan Agreement, Good Cheer Global extended the provision of the Loan in the principal amount of HK\$35 million to Customer A for a term of one year.

The principal terms of the Loan Agreement are set out in the paragraph headed “The Loan Agreement” in this announcement.

IMPLICATIONS UNDER THE LISTING RULES

As one of the relevant percentage ratios (as defined under the Listing Rules) in respect of the provision of the Loan in aggregate under the Loan Agreement is more than 5% but all are less than 25%, the provision of the Loan under the Loan Agreement constitutes a discloseable transaction of the Company under the Listing Rules and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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The Loan Agreement

The principal terms and conditions of the Loan Agreement are summarised as follows:

Date	:	7 November 2017
Lender	:	Good Cheer Global, a licensed money lender in Hong Kong
Borrower	:	Customer A
Principal amount of the Loan	:	HK\$35 million
Interest rate	:	8% per annum
Default interest rate	:	8% per annum on overdue sums, including outstanding principal amount of the Loan, interest and other amounts payable under the Loan Agreement, from the due date until payment in full
Security	:	No security is provided by Customer A
Repayment date	:	The date immediately after the expiry of a period of one year as from the date of the Loan Agreement
Repayment	:	Customer A shall repay the principal amount of the Loan in full together with the interest accrued thereon in one lump sum on the repayment date
Prepayment	:	Customer A may at any time during the term of the Loan prepay the Loan in full together with the accrued interest by giving not less than ten business days' prior written notice to Good Cheer Global before the repayment date

Funding of the Loan

The Loan is financed by internal resources of the Group.

Information on Customer A

Customer A is an individual who is a merchant. To the best of the knowledge, information and belief of the Directors having made all reasonable enquires, Customer A is a third party independent of the Company and its connected persons (as defined under the Listing Rules).

Information on the Group and Good Cheer Global

The Company is an investment holding company and the Group is principally engaged in development, engineering, manufacturing and sale of toys, commercial kitchen and consumer electronic products and sales of Chinese health products.

The Group has established and commenced the operation of a new business segment, namely the money lending business (the “**New Business**”), its objective includes provision of secured and unsecured loans to customers in Hong Kong. Good Cheer Global has obtained a money lenders license under the Money Lenders Ordinance since September 2017 which enables Good Cheer Global to conduct money lending business in Hong Kong through the provision of secured and unsecured loans to customers. The Board expects that the New Business can diversify the income streams of the Group and will generate additional financial returns from the available funds of the Group from time to time. Accordingly, the Board is of the view that the establishment of the New Business will be in the interest of the Company and its shareholders as a whole.

Reasons for and benefits of the provision of the Loan under the Loan Agreement

As money lending is one of the business of the Group, the provision of loan is in the ordinary and usual course of business of the Group. Good Cheer Global has assumed a loan granted to Customer A from another subsidiary of the Company in October 2017 (the “**Original Loan**”). The Original Loan amounted to HK\$35 million was granted to Customer A at the interest rate of 8% per annum for a period of three months until 7 November 2017. The relevant interest arising from the Original Loan of approximately HK\$0.7 million has been received by the Group as of the date of this announcement. Taking into account the satisfactory financial background of Customer A, and the revenue and cash flow that can be generated from the Loan, Good Cheer Global agreed to extend the grant of the Loan to Customer A for one year.

The terms of the Loan Agreement are negotiated on an arm’s length basis between Good Cheer Global and Customer A. The Directors are of the view that the terms of the Loan Agreement are on normal commercial terms. Given that a stable interest income can be generated from the Loan during the term of the Loan Agreement, the Directors consider that the extension in the grant of the Loan to Customer A under the Loan Agreement is fair and reasonable and in the interests of the Company and its shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As one of the relevant percentage ratios (as defined under the Listing Rules) in respect of the provision of the Loan in aggregate under the Loan Agreement is more than 5% but all are less than 25%, the provision of the Loan under the Loan Agreement constitutes a discloseable transaction of the Company under the Listing Rules and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following words and expressions shall, unless the context otherwise requires, have the same meanings when used herein:

“Board”	the board of Directors
“Company”	China Healthwise Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on the Main Board of the Stock Exchange (stock code: 348)
“Customer A”	an individual
“Director(s)”	the director(s) of the Company
“Good Cheer Global”	Good Cheer Global Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	the unsecured loan in the principal amount of HK\$35 million
“Loan Agreement”	the loan agreement dated 7 November 2017 and entered into between Good Cheer Global as lender and Customer A as borrower relating to the grant of the Loan

“Money Lenders Ordinance”	the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent.

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

Hong Kong, 7 November 2017

As at the date of this announcement, the executive Directors are Mr. Lei Hong Wai (Chairman), Mr. Leung Alex (Vice Chairman), Mr. Tse Chi Keung, Mr. Lee Chan Wah and Ms. Lo Ming Wan; the non-executive Director is Mr. Diao Yunfeng; and the independent non-executive Directors are Mr. Wong Tak Chuen, Mr. Lai Hok Lim and Mr. Lien Wai Hung.