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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)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 15 NOVEMBER 2018**

The Board is pleased to announce that the resolution proposed at the EGM held on 15 November 2018 was duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting both dated 30 October 2018 issued by China Healthwise Holdings Limited (the “**Company**”) in relation to, among other things, the Subscription Agreement and the issue and subscription of the Bond. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise defined.

**RESULTS OF THE EGM**

The Board is pleased to announce that the resolution proposed at the EGM was duly passed by the Shareholders by way of poll at the EGM held on 15 November 2018. The Company’s branch share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM.

As at 9 November 2018, being the latest date for lodging transfer of Shares in order to be qualified for attending and voting at the EGM, the total number of issued Shares was 8,521,308,360 Shares. As disclosed in the Circular, to the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the relevant resolution proposed at the EGM to approve the Specific Mandate and the Conversion Rights. Accordingly, the total number of Shares entitling the Shareholders to attend and vote at the EGM was 8,521,308,360 Shares. There was no Shareholder who was entitled to vote only against the resolution proposed at the EGM.

The poll results in respect of the resolution at the EGM are as follows:

Ordinary Resolution	Number of Shares (Approximate percentage)	
	For	Against
<p>(i) the conditional rights attached to the bond issue by the Company in an aggregate principle amount of HK\$120 million at an initial conversion price of HK\$0.1 per share (subject to adjustments) (the “<b>Convertible Rights</b>”) pursuant to the subscription agreement dated 8 October 2018 (the “<b>Subscription Agreement</b>”) between the Company and Heng Tai Finance Limited (a copy of which having been produced to the meeting marked “A” and initialed by the chairman of the meeting for identification purposes) be and are hereby approved;</p> <p>(ii) conditional upon the listing committee of The Stock Exchange of Hong Kong Limited approving the listing of, and granting permission to deal in, the Conversion Shares (as defined below) to be issued and allotted upon the conversion of the Convertible Shares, the directors of the Company (the “<b>Directors</b>”) be and are hereby granted a specific mandate to issue and allot up to 1,200,000,000 ordinary shares of HK\$0.1 each of the Company to be issued upon exercise of the Conversion Rights at an initial conversion price of HK\$0.1 per share (subject to adjustments) (the “<b>Conversion Shares</b>”); and</p> <p>(iii) any one or more of the Directors be and is/are hereby authorised to do all such acts and things and sign and execute all such documents and to take such steps as he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Subscription Agreement and the transaction contemplated thereby, including but not limited to the Convertible Rights and the issue and allotment of the Conversion Shares.</p>	<p>2,157,950,363 (100.00%)</p>	<p>0 (0.00%)</p>

As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution.

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

Hong Kong, 15 November 2018

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