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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 20 December 2018 (after trading hours of the Stock Exchange), Good Cheer Global entered into the Supplemental Agreement with Customer F to extend the repayment date of the Loan for 3 months from 20 December 2018 to 20 March 2019. Save as disclosed herein, all other terms and conditions of the Loan Agreement remain unchanged and continue in full force and effect.

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

The Directors consider that the Supplemental Agreement and its terms are 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 applicable percentage ratios (calculated in accordance with the Listing Rules) in respect of the provision of financial assistance upon signing the Supplemental Agreement is more than 5% but all are less than 25%, the transaction 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.

PROVISION OF FINANCIAL ASSISTANCE

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The Loan has been drawn down by Customer F on 21 May 2018. Interest accrued under the Loan Agreement (as at the date hereof) has been fully repaid to Good Cheer Global by Customer F on 20 December 2018.

The Loan Agreement

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

Date	:	21 May 2018 (as amended on 13 September 2018)
Lender	:	Good Cheer Global, a licensed money lender in Hong Kong
Borrower	:	Customer F
Principal amount of the Loan	:	HK\$30 million
Interest rate	:	10% per annum
Default interest rate	:	10% 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	:	A personal guarantee given by the Guarantor in favour of Good Cheer Global as a security for all the obligations and liabilities of Customer F under the Loan Agreement.
Repayment date	:	The date immediately after the expiry of a period of 7 months from the date of drawdown.
Repayment	:	Customer F 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 F 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 one business days' prior written notice to Good Cheer Global before the repayment date.

Funding of the Loan

The Loan was financed by internal resources of the Group.

Information on Customer F

Customer F is a company incorporated in the British Virgin Islands with limited liability and its principal activity is investment holding. To the best of the knowledge, information and belief of the Directors having made all reasonable enquires, Customer F is an Independent Third Party.

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, sales of Chinese health products, money lending business and investment in financial instruments.

Good Cheer Global is a money lender licensed in Hong Kong under the provisions of the Money Lenders Ordinance. Good Cheer Global conducts money lending business in Hong Kong through the provision of secured and unsecured loans to customers.

Reasons for and benefits of the grant of the Loan and the extension of the repayment date of the Loan

As money lending is one of the principal activities of the Group, the provision of the Loan to Customer F is in the ordinary and usual course of business of the Group.

At the request of Customer F, Good Cheer Global and Customer F negotiated for an extension of the repayment date of the Loan. The terms of the Supplemental Agreement were agreed after arm's length negotiation between Good Cheer Global and Customer F. Having considered the financial background of Customer F, the interest payment history of Customer F and the additional interest income of HK\$750,000 to be generated to Good Cheer Global from the extension of the repayment date of the Loan, the Directors consider that the Supplemental Agreement and its terms are 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 applicable percentage ratios (calculated in accordance with the Listing Rules) in respect of the provision of financial assistance upon signing the Supplemental Agreement is more than 5% but all are less than 25%, the transaction 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 Shares are listed on the Main Board of the Stock Exchange (stock code: 348)
“Customer F”	A company incorporated in the British Virgin Islands with limited liability
“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
“Guarantor”	an individual who is a merchant, an Independent Third Party
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party(ies)”	an independent third party who is not connected with the Company and its connected persons (as defined under the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	the fixed loan in the principal amount of HK\$30 million
“Loan Agreement”	the loan agreement dated 21 May 2018 (as amended by a supplemental agreement dated 13 September 2018) and entered into between Good Cheer Global as lender and Customer F 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
“Supplemental Agreement”	a supplemental agreement to the Loan Agreement dated 20 December 2018 and entered into between Good Cheer Global and Customer F in relation to the extension of the repayment date of the Loan
“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, 20 December 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.