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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

Reference is made to the Announcement in relation to the extension of the repayment date of the Loan in a principal amount of HK\$30 million to Customer F for 3 months. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board announces that on 20 March 2019 (after trading hours of the Stock Exchange), Good Cheer Global entered into the New Supplemental Agreement with Customer F to extend the repayment date of the Loan for 9 months from 20 March 2019 to 20 December 2019 and the change of interest payment interval to quarter interest payment. 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 and conditions of the Loan Agreement are disclosed in the Announcement.

The Directors consider that the New 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 New 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

Reference is made to the announcement of the Company dated 20 December 2018 (the “**Announcement**”) in relation to the extension of the repayment date of the Loan in a principal amount of HK\$30 million to Customer F for 3 months. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board announces that on 20 March 2019 (after trading hours of the Stock Exchange), Good Cheer Global entered into a supplemental agreement (the “**New Supplemental Agreement**”) with Customer F to extend the repayment date of the Loan for 9 months from 20 March 2019 to 20 December 2019 and the change of interest payment interval to quarter interest payment. 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 and conditions of the Loan Agreement are disclosed in the Announcement.

Interest accrued under the Loan Agreement (as at the date hereof) has been fully repaid to Good Cheer Global by Customer F on 20 March 2019.

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 sales of toys, commercial kitchen and consumer electronic products and 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 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 and the extension of the repayment date of the Loan 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 New 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\$2,250,000 to be generated to Good Cheer Global from the extension of the repayment date of the Loan, the Directors consider that the New 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 New 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.

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

Hong Kong, 20 March 2019

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.