

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **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)**

### **(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 SEPTEMBER 2020; (2) SHARE CONSOLIDATION; AND (3) ADJUSTMENTS TO THE BOND**

The Board is pleased to announce that the ordinary resolution approving the Share Consolidation was duly passed by the Shareholders by way of poll at the EGM held on 23 September 2020.

As all the conditions precedent of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Friday, 25 September 2020. Dealings in the Consolidated Shares will commence at 9:00 a.m. on Friday, 25 September 2020.

Upon the Share Consolidation becoming effective, adjustments will be made in relation to the conversion price and the number of the Consolidated Shares falling to be issued upon exercise of the conversion rights attaching to the Bond. Details of the adjustments are set out in this announcement.

Reference is made to the announcement of the Company dated 1 September 2020 and the circular of the Company dated 8 September 2020 regarding the Share Consolidation (the “**Circular**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

#### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the resolution approving the Share Consolidation as set out in the notice of the EGM dated 8 September 2020 (the “**Resolution**”) was duly passed by the Shareholders by way of poll as an ordinary resolution at the EGM held on 23 September 2020.

The total number of issued shares of the Company entitling the holders to attend and vote at the EGM was 7,704,808,360 Shares, which was the total number of Shares entitling Shareholders to attend and vote for or against the proposed Resolution at the EGM. No Shareholder was required under the Listing Rules to abstain from voting and no Shareholder was entitled to attend and vote only against the Resolution at the EGM. None of the Shareholders was required to abstain from voting in favour of the Resolution at the EGM.

The Company's share registrar and transfer office, Tricor Abacus Limited, acted as scrutineer for the poll at the EGM. The poll results for the Resolution were as follows:

<b>Ordinary resolution</b>	<b>Number of Shares</b> <i>(Approximate percentage)</i>	
	<b>For</b>	<b>Against</b>
To approve the Share Consolidation.	2,495,966,233 (72.32%)	955,306,000 (27.68%)

*Note:*

The full text of the Resolution is set out in the notice of the EGM dated 8 September 2020.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution of the Company by way of poll at the EGM.

## **SHARE CONSOLIDATION**

The Board is also pleased to announce that approval has been granted by the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Consolidated Shares. As all the conditions precedent of the Share Consolidation have been fulfilled, the Share Consolidation will become effective on Friday, 25 September 2020. Dealings in the Consolidated Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 25 September 2020.

Please refer to the Circular for the details, including the trading arrangement and the exchange of share certificates and matching services for odd lots in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, new share certificates of the Consolidated Shares in the color of purple will be issued to the Shareholders.

## ADJUSTMENTS TO THE BOND

As at the date of this announcement, there is the Bond with conversion rights in an aggregate outstanding amount of HK\$85,500,000, which entitles the holder(s) thereof to convert to a maximum of 855,000,000 Existing Shares upon exercise of the conversion rights attaching to the Bond. As a result of the Share Consolidation, immediately upon the Share Consolidation becoming effective on 25 September 2020, the following adjustments will be made to the conversion price of the Bond and the number of Consolidated Shares falling to be issued upon exercise of the conversion rights pursuant to the terms and conditions of the Bond:

<b>Immediately before the Share Consolidation becoming effective</b>		<b>Immediately after the Share Consolidation becoming effective</b>	
<b>Number of Existing Shares to be issued upon full conversion of the Bond</b>	<b>Conversion price per Existing Share</b>	<b>Number of Consolidated Shares to be issued upon full conversion of the Bond</b>	<b>Conversion price per Consolidated Share</b>
855,000,000	HK\$0.1	85,500,000	HK\$1.0

Save for the above adjustments, all the other terms and conditions of the Bond remain unchanged.

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

Hong Kong, 23 September 2020

*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, Mr. Tse Chi Keung, and Mr. Yuan Huixia; and the independent non-executive Directors are Mr. Lai Hok Lim, Mr. Lien Wai Hung and Mr. Wong Tak Chuen.*