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China Wah Yan Healthcare Limited

中國華仁醫療有限公司

(Incorporated in the Hong Kong with limited liability)

(Stock Code: 648)

**VOLUNTARY ANNOUNCEMENT
PROPOSED ISSUE OF BONDS**

The Company announces that on 30 August 2016, the Company entered into the Bond Placing Agreement with the Bond Placing Agent in respect of the Bond Placing.

The Bond Placing is undertaken by the Bond Placing Agent on a best endeavour basis and may or may not proceed, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

This announcement is made by China Wah Yan Healthcare Limited (the “Company”, together with its subsidiaries, the “Group”) on a voluntary basis.

The Company announces that on 30 August 2016, the Company as the issuer and Convoy Asset Management Limited as the bond placing agent (the “Bond Placing Agent”) entered into a bond placing agreement (the “Bond Placing Agreement”), pursuant to which the Bond Placing Agent agreed to act as the placing agent on a best endeavour basis to procure places who are not connected persons (as defined under the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)) to subscribe for bonds (the “Bonds”) to be issued by the Company in the principal amount of up to HK\$100 million at the placing price representing 100% of the principal amount of the Bonds (the “Bond Placing”). The Bonds shall mature on the fifth anniversary of the date of issuance and shall bear an annual coupon rate of 6.5%.

The Bonds shall constitute direct, unconditional, unsubordinated, unsecured obligations of the Company and rank equally and without any preference amongst themselves and rank *pari passu* with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Company. No listing of the Bonds will be sought on the Stock Exchange or any other stock exchanges.

To the best of the knowledge, information and belief of the directors of the Company, having made all reasonable enquiry, as at the date of this announcement, the Bond Placing Agent and its ultimate beneficial owners are not connected persons (as defined under the Listing Rules) of the Company.

The proceeds from the Bond Placing will be used as general working capital of the Group. The directors of the Company are of the view that the transactions contemplated under the Bond Placing Agreement and the issue of the Bonds are in the interest of the Company and its shareholders as a whole.

GENERAL

The Group is principally engaged in (i) the health management business; (ii) the medical and well-being business; and (iii) the asset management business.

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By Order of the Board of
China Wah Yan Healthcare Limited
Chan Ka Chung
Chairman

Hong Kong, 30 August 2016

As at the date of this announcement, the board of directors of the Company comprises three executive Directors, namely Mr. Chan Ka Chung, Mr. Cheung Wai Kwan and Mr. Wang Jianguo; and four independent non-executive Directors, namely, Mr. Chan Yee Ping, Michael, Ms. Hu Xuezhen, Mr. Lam Chun Ho and Dr. Tong Cheuk Man.