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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)

FURTHER DELAY IN DESPATCH OF CIRCULAR RELATING TO (1) VERY SUBSTANTIAL ACQUISITION; (2) SPECIFIC MANDATE TO ISSUE NEW SHARES; (3) CONNECTED TRANSACTION — ISSUANCE OF NEW SHARES TO A CONNECTED PERSON UNDER THE SPECIFIC MANDATE



華泰金融控股(香港)有限公司
HUATAI FINANCIAL HOLDINGS (HONG KONG) LIMITED

Nuada Limited
Corporate Finance Advisory

FURTHER DELAY IN DESPATCH OF CIRCULAR

As additional time is required for the Wah Yan Healthcare to prepare certain information to be included in the Circular, the date of despatch of the Circular will be postponed to no later than 28 February 2017.

Reference is made to (i) the announcement of China Wah Yan Healthcare Limited (“Wah Yan Healthcare”) dated 8 December 2016 (the “Offer Announcement”) in relation to the voluntary conditional securities exchange offers by the Offeror to acquire all of the issued shares of Xinhua News Media held by the Xinhua News Media Shareholders (including Weluck) (other than those already owned by the Offeror, Wah Yan Healthcare and parties acting in concert with it (except Weluck)) and to cancel all of the outstanding Xinhua News Media Options; and (ii) the announcement of Wah Yan Healthcare dated 3 January 2017 (the “Delay in Despatch Announcement”) relating to the delay in despatch of the Circular. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Offer Announcement and the Delay in Despatch Announcement.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Delay in Despatch Announcement, a circular (the “**Circular**”) containing, *inter alia*, (i) further details of the Offers which constitutes the Very Substantial Acquisition; (ii) further details in relation to the allotment and issue of new Wah Yan Healthcare Shares to the Xinhua News Media Shareholders and the Xinhua News Media Optionholders who accept the Offers under the specific mandate; (iii) further details in relation to the issue of new Wah Yan Healthcare Shares to Weluck under the terms of the Offers; (iv) the recommendation from the Independent Board Committee on the issue of new Wah Yan Healthcare Shares to Weluck under the terms of the Offers; (v) the advice from the Wah Yan Healthcare IFA on the allotment and issue of new Wah Yan Healthcare Shares to Weluck under the terms of the Offers; and (vi) financial information of the Wah Yan Healthcare Group and the Xinhua News Media Group is expected to be despatched to the Wah Yan Healthcare Shareholders on or before 24 January 2017. Since additional time is required for Wah Yan Healthcare to prepare the information to be included in the Circular, the date of despatch of the Circular will be postponed to no later than 28 February 2017.

By order of the board of directors of
China Wah Yan Healthcare Limited
Lam Sung Him Gaston
Company Secretary

Hong Kong, 24 January 2017

As at the date of this announcement, the board of directors of Wah Yan Healthcare comprises three executive directors, namely Mr. Chan Ka Chung, Mr. Cheung Wai Kwan and Mr. Wang Jianguo; and three independent non-executive directors, namely, Mr. Chan Yee Ping, Michael, Ms. Hu Xuezhe and Mr. Lam Chun Ho.

As at the date of this announcement, the sole director of the Offeror is Wah Yan Healthcare.

The director of the Offeror and the directors of Wah Yan Healthcare jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.