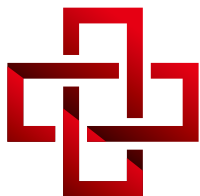


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China Wah Yan Healthcare Limited

中國華仁醫療有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 648)

**(1) ESTABLISHMENT OF
AN INDEPENDENT COMMITTEE; AND
(2) DELAY IN PUBLICATION OF 2017 ANNUAL RESULTS AND
DESPATCH OF 2017 ANNUAL REPORT**

Reference is made to the announcements of China Wah Yan Healthcare Limited (the “Company”) dated 27 November 2017 and 9 January 2018. Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the above-mentioned announcements.

ESTABLISHMENT OF AN INDEPENDENT COMMITTEE

As stated in the announcement of the Company dated 27 November 2017, the Securities and Futures Commission (the “Commission”) has on 24 November 2017 issued a direction to suspend trading in the shares of the Company because it appears to the Commission that, among other things, the Company’s discloseable transaction announcement dated 23 June 2016 (the “Discloseable Transaction Announcement”) contained materially false, incomplete or misleading information.

The board of directors (the “Board”) of the Company has resolved to establish an independent committee (the “Independent Committee”) for the following purposes:

- (i) conducting an investigation on the matters relating to the Discloseable Transaction Announcement (the “Investigation”); and
- (ii) advising on matters relating to the suspension of trading in the shares of the Company (the “Suspension”).

The Company will make further announcement(s) to update its shareholders and potential investors on the establishment of the Independent Committee.

DELAY IN PUBLICATION OF 2017 ANNUAL RESULTS AND DESPATCH OF 2017 ANNUAL REPORT

Pursuant to Rules 13.46(1)(a) and 13.49(1) of the Listing Rules, the Company is required to publish the preliminary annual results of the Company and its subsidiaries for the financial year ended 31 December 2017 (the “2017 Annual Results”) not later than 31 March 2018, and to despatch its annual report for the financial year ended 31 December 2017 (the “2017 Annual Report”) not later than 30 April 2018. The auditors of the Company considered it necessary to assess whether the Suspension and the matters leading to it will have any impact on the 2017 Annual Results. As such, the Board expects that the audit of the 2017 Annual Results is not able to be completed prior to the conclusion of the Investigation and the 2017 Annual Results will not be published on or before 31 March 2018, and the 2017 Annual Report will not be despatched on or before 30 April 2018. As at the date of this announcement, the date of the meeting of the Board for considering and approving the 2017 Annual Results has not been fixed.

The Board acknowledges that the delay in the publication of the 2017 Annual Results and in the despatch of the 2017 Annual Report constitutes non-compliance with Rules 13.46(1) (a) and 13.49(1) of the Listing Rules. The Company will take all necessary steps to publish the 2017 Annual Results and despatch the 2017 Annual Report as soon as possible upon conclusion of the Investigation.

Rule 13.49(3) of the Listing Rules provides that where an issuer is unable to issue its preliminary results in accordance with Rule 13.49(1) of the Listing Rules, it must announce its results based on the financial results which have yet to be agreed with the auditors (so far as the information is available). Under the circumstance, the Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to announce its unaudited results for the financial year ended 31 December 2017 at this stage. The Board takes the view that prior to assessing the impact of the Suspension and the matters leading to it on the 2017 Annual Results, they may not accurately or fairly reflect the financial performance and position of the Company and its subsidiaries, and their publication may be misleading and/or confusing to the shareholders and potential investors of the Company.

The Company will make further announcement(s) to update its shareholders and potential investors on the progress of the Investigation, the publication of the 2017 Annual Results and the despatch of the 2017 Annual Report as and when appropriate.

Trading in the shares of the Company will continue to be suspended until further notice.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

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

Hong Kong, 29 March 2018

As at the date of this announcement, the Board of the Company 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 Xuezheng and Mr. Lam Chun Ho.