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EXPLORER ROSY LIMITED
拓陞有限公司

(Incorporated in the British Virgin Islands with limited liability)



Qianhai Health Holdings Limited
前海健康控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 911)

JOINT ANNOUNCEMENT

DELAY IN DESPATCH OF COMPOSITE DOCUMENT

Financial Adviser to the Offeror



Independent Financial Adviser to the IBC

Nuada Limited

Reference is made to the joint announcement dated 24 January 2019 (the “**Joint Announcement**”) issued by Explorer Rosy Limited and Qianhai Health Holdings Limited in relation to, among other things, the Offer (as defined in the Joint Announcement) and the joint announcement dated 1 February 2019 in relation to the completion of the sale and purchase of the Sale Shares. Reference is also made to the profit warning announcement of the Company dated 9 January 2019 (the “**Profit Warning Announcement**”). Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document is required to be despatched to the Shareholders within 21 days after the date of the Joint Announcement (i.e. on or before 14 February 2019), or such later date as the Executive may approve.

Taking into account that the information set out in the Profit Warning Announcement is limited, the Composite Document would include the Group's final results for the financial year ended 31 December 2018 ("**2018 Final Results**") to enable the Shareholder to better appraise the terms of the Offer with the updated and detailed financial information of the Group.

As the Company has currently scheduled to publish the announcement for the 2018 Final Results on or about 29 March 2019 and more time would then be required to finalise and/or include in the Composite Document, among other information and documents, the 2018 Final Results and the advice of the Independent Financial Adviser, an application has been made for, and the Executive has granted consent for, an extension of time under Rule 8.2 of the Takeovers Code for the despatch of the Composite Document to a date falling on or before 11 April 2019.

Further announcement(s) will be made jointly by the Offeror and the Company at least monthly to update the latest status and when the Composite Document is despatched.

By Order of the board of directors of
Explorer Rosy Limited
Huang Guanchao
Director

By Order of the Board
Qianhai Health Holdings Limited
George Lu
Chairman & Chief Executive Officer

Hong Kong, 14 February 2019

As at the date of this joint announcement, the executive Directors are Mr. George Lu and Mr. Wong Kwok Ming and the independent non-executive Directors are Mr. Li Wei, Mr. Wu Wai Leung Danny and Mr. Yuen Chee Lap Carl.

The Directors jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to the Offeror and parties acting in concert with it) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those opinions expressed by the directors of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, Mr. Huang Guanchao and Mr. Lim Tzea are the directors of Explorer Rosy Limited.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of information contained in this joint announcement (other than any information relating to the Group or the Vendor) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those opinions expressed by the Company or the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.