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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

**UPDATE ON THE DELAY IN DESPATCH OF
COMPOSITE DOCUMENT RELATING TO
THE MANDATORY CONDITIONAL CASH OFFER BY
HAITONG INTERNATIONAL
SECURITIES COMPANY LIMITED
FOR AND ON BEHALF OF EXPLORER ROSY LIMITED TO
ACQUIRE ALL OF THE ISSUED SHARES OF
QIANHAI HEALTH HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED BY OR AGREED
TO BE ACQUIRED BY EXPLORER ROSY LIMITED
AND PARTIES ACTING IN CONERT WITH IT)**

Financial Adviser to the Offeror



References are made to the joint announcement dated 24 January 2019 (the “**Joint Announcement**”) issued by Explorer Rosy Limited and Qianhai Health Holdings Limited (the “**Company**”) in relation to, among other things, the Offer (as defined in the Joint Announcement) and the joint announcement dated 14 February 2019 in relation to the delay in despatch of the Composite Document (the “**Delay in Despatch Announcement**”). Unless otherwise stated, the capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

UPDATE ON THE STATUS OF THE COMPOSITE DOCUMENT

As disclosed in the Delay in Despatch Announcement, pursuant to Rule 8.2 of the Takeovers Code, an application has been made for, and the Executive has granted its consent for, an extension of the deadline for the despatch of the Composite Document to a date falling on or before 11 April 2019.

As at the date of this joint announcement, the Offeror and the Company are still in the process of finalising the information in the Composite Document including, but not limited to, (i) the 2018 Final Results and (ii) the advice of the Independent Financial Adviser. It is currently expected that the Composite Document will be despatched in accordance with the requirements of the Takeovers Code and the Listing Rules on 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.

WARNING

THIS JOINT ANNOUNCEMENT IS MADE PURSUANT TO THE TAKEOVERS CODE FOR THE PURPOSE OF, AMONG OTHER THINGS, INFORMING THE SHAREHOLDERS OF THE COMPANY AND POTENTIAL INVESTORS OF THE OFFERS TO BE MADE. THE DIRECTORS MAKE NO RECOMMENDATION AS TO THE FAIRNESS OR REASONABLENESS OF THE OFFERS OR AS TO THE ACCEPTANCE OF THE OFFERS IN THIS JOINT ANNOUNCEMENT.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company and if they are in any doubt about their position, they should consult their professional advisers.

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, 13 March 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.