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COMMON SPLENDOR INTERNATIONAL HEALTH INDUSTRY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 286)

COMPLETION OF (i) THE SECOND SUBSCRIPTION OF SUBSCRIPTION SHARES C UNDER SPECIFIC MANDATE; AND (ii) PLACING OF NEW SHARES UNDER SPECIFIC MANDATE



KINGSTON SECURITIES

Reference is made to the announcements of Common Splendor International Health Industry Group Limited (the “**Company**”) dated 28 May 2019 and 15 August 2019, and the circular of the Company dated 26 July 2019 (the “**Circular**”), in relation to, amongst other things, (i) the subscription of an aggregate of 500,000,000 new shares of the Company under the specific mandate; and (ii) the placing of new shares of the Company with a lock-up period of 24 months under the specific mandate. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

COMPLETION OF THE SECOND SUBSCRIPTION

The Board is pleased to announce that all the conditions precedent as set out in the Second Subscription Agreement have been fulfilled and the completion of the Second Subscription took place on 17 September 2019 whereby an aggregate of 500,000,000 Subscription Shares C have been allotted and issued to Subscriber C at the Second Subscription Price of HK\$0.40 per Subscription Share C.

The aggregate net proceeds of the Second Subscription, after the deduction of related expenses, is approximately HK\$199,000,000. The net proceeds of the Second Subscription are intended to be used for financing part of the Consideration for the Acquisition pursuant to the Equity Transfer Agreement.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions of the Placing as set out in the Placing Agreement have been fulfilled and the completion of the Placing took place on 17 September 2019 whereby an aggregate of 234,660,000 Placing Shares have been placed to not less than six Placees at the Placing Price of HK\$0.40 per Placing Share.

As at the date of this announcement, the Placing Agent is interested in 170 Shares. Save as disclosed above, to the best of the Directors' knowledge, information and belief, and having made all reasonable enquiries, each of the (i) Placing Agent, (ii) Placees and (iii) their respective ultimate beneficial owner is an Independent Third Party.

The aggregate net proceeds of the Placing, after the deduction of related expenses, amounted to approximately HK\$92,850,000. The detailed breakdown and descriptions of the intended use of the net proceeds of the Placing are as follows:

- (1) approximately 60% of the net proceeds of the Placing, equivalent to approximately HK\$55,710,000, will be used for financing part of the Consideration; and
- (2) approximately 40% of the net proceeds of the Placing, equivalent to approximately HK\$37,140,000, will be used for repayment the outstanding principal amount interest bearing, secured, guaranteed note to Wan Tai Investments Limited, being an indirect wholly-owned subsidiary of CCB International (Holdings) Limited and convertible notes to China Great Wall AMC (International) Holdings Co., Ltd. (中國長城資產(國際)控股有限公司), formerly known as Great Wall Pan Asia International Investment Co., Limited (長城環亞國際投資有限公司).

EFFECT ON THE SHAREHOLDER STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before completion of the Second Subscription and the Placing; and (ii) immediately after the completion of the Second Subscription and the Placing (both of which took place on 17 September 2019) are as follows:

	Immediately before completion of the Second Subscription and the Placing		Immediately after the completion of both the Second Subscription and the Placing	
	<i>No. of Shares</i>	<i>Approximate %</i>	<i>No. of Shares</i>	<i>Approximate %</i>
<i>Substantial Shareholders:</i>				
Champion Dynasty Limited (Note 1)	930,379,671	31.05%	930,379,671	24.94%
Subscriber C	—	—	500,000,000	13.40%
<i>Director:</i>				
Mr. Cheng Hau Yan (Note 2)	4,300,000	0.14%	4,300,000	0.12%
Placees and other public Shareholders	<u>2,061,575,337</u>	<u>68.81%</u>	<u>2,296,235,337</u>	<u>61.54%</u>
Total:	<u><u>2,996,255,008</u></u>	<u><u>100.00%</u></u>	<u><u>3,730,915,008</u></u>	<u><u>100.00%</u></u>

Notes:

1. Champion Dynasty Limited is a company wholly owned by Mr. Cheung Wai Kuen, an executive Director and the chairman of the Company.
2. Mr. Cheng owned 4,000,000 Shares and his spouse, being a staff of a subsidiary of the Company, owned 300,000 Shares. Pursuant to the SFO, Mr. Cheng was deemed to be interested in same parcel of Shares in which his spouse was interested.
3. The above percentages are subject to rounding adjustments.

By Order of the Board
**Common Splendor International Health
Industry Group Limited**
Cheung Wai Kuen
Chairman

Hong Kong, 17 September 2019

As at the date of this announcement, the Board comprises Mr. Cheung Wai Kuen, Mr. Cheng Hau Yan and Mr. Ye Jiong Xian as executive Directors; Mr. Lin Jiang, Mr. Hou Kaiwen and Mr. Wong Kin Man as non-executive Directors; and Mr. Mai Yang Guang, Mr. Lam Chi Wing and Mr. Wong Yiu Kit, Ernest as independent non-executive Directors.