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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated 17 March 2016 (the "**Prospectus**") of Human Health Holdings Limited (the "**Company**") for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute and is not an offer to sell or a solicitation of any offer to buy securities in the United States or elsewhere. The securities referred to in this announcement have not been and will not be registered under the U.S. Securities Act of 1933 (as amended) (the "U.S. Securities Act") or any state securities laws of the United States and may not be offered or sold in the United States absent registration under the U.S. Securities Act or except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There is not and it is not currently intended for there to be any public offering of securities of the Company in the United States.

In connection with the Global Offering, BOCOM International Securities Limited, as stabilising manager (the "Stabilising Manager"), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager, its affiliates or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the sole and absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilisation action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilising) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong). The details of the intended stabilisation and how it will be regulated under the Securities and Futures Ordinance are set forth in the section headed "Structure and Conditions of the Global Offering" in the Prospectus.

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on Thursday, 21 April 2016, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



# **GLOBAL OFFERING**

Number of Offer Shares under the Global Offering Number of Hong Kong Offer Shares Number of International Offer Shares: Maximum Offer Price	:	<ul> <li>76,680,000 Shares</li> <li>(subject to the Over-allotment Option)</li> <li>7,668,000 Shares (subject to adjustment)</li> <li>69,012,000 Shares (subject to adjustment and the Over-allotment Option)</li> <li>HK\$1.51 per Offer Share, plus brokerage of 1%,</li> <li>SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hang Kang dollars, applied to refund)</li> </ul>
Nominal value	:	in Hong Kong dollars, subject to refund) HK\$0.01 per Share
Stock code	:	1419

### **Sole Sponsor**



**Sole Global Coordinator** 



#### Joint Bookrunners and Joint Lead Managers





Application has been made to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering, as further described in the Prospectus, including any Shares which may be issued by the Company in connection with the Over-allotment Option or pursuant to the exercise of any share options that may be granted under the Share Option Scheme. Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Friday, 1 April 2016, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Friday, 1 April 2016.

The Global Offering comprises the Hong Kong Public Offering of initially 7,668,000 Shares (subject to adjustment) and the International Offering of initially 69,012,000 Shares (subject to adjustment and the Over-allotment Option) (including the Doctor and Dentist Preferential Offering and the Employee Preferential Offering) representing 10% and 90% of the total number of Offer Shares initially being offered under the Global Offering, respectively. The allocation of the Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as stated in the section headed "*Structure and Conditions of the Global Offering — The Hong Kong Public Offering*" in the Prospectus.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which is exercisable by the Sole Global Coordinator on behalf of the International Underwriters, to require the Company to allot and issue up to 11,502,000 additional new Shares, representing 15% of the total number of Offer Shares initially available under the Global Offering, in connection with over-allocation in the International Offering, if any, subject to the same terms and conditions as the other Offer Shares. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the website of the Stock Exchange at <u>www.hkexnews.hk</u> and the website of the Company at <u>www.humanhealth.com.hk</u>.

Subject to the granting of the approval for listing of, and permission to deal in, the Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$1.51 per Offer Share and is expected to be not less than HK\$1.32 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares, Doctor and Dentist Reserved Shares and Employee Reserved Shares are required to pay, on application, the maximum Offer Price of HK\$1.51 per Offer Share plus the brokerage fee of 1%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% payable on each Offer Share, subject to refund if the Offer Price as finally determined is less than HK\$1.51 per Offer Share.

Applications for the Hong Kong Offer Shares, Doctor and Dentist Reserved Shares and Employee Reserved Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms and the designated website (www.hkeipo. hk) for the HK eIPO White Form. Applicants who would like to be allotted Hong Kong Offer Shares in their own names should (i) complete and sign the WHITE Application Forms or (ii) submit applications online through the designated website of the HK eIPO White Form Service Provider at www.hkeipo.hk through the HK eIPO White Form service. Applicants who would like to have the allotted Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the YELLOW Application Forms or (ii) give electronic application instructions to HKSCC via CCASS. Applicants who are Eligible Doctors and Dentists who wish to apply for Doctor and Dentist Reserved Shares under the Doctor and Dentist Preferential Offering should complete and sign the **BLUE** Application Forms. Applicants who are Eligible Employees who wish to apply for Employee Reserved Shares under the Employee Preferential Offering should complete and sign the **PINK** Application Forms.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, 17 March 2016 until 12:00 noon on Tuesday, 22 March 2016 from:

1. any of the following office of the Hong Kong Underwriters:

BOCOM International Securities Limited 9th Floor, Man Yee Building 68 Des Voeux Road Central Central Hong Kong

First Capital Securities Limited Unit 4512, 45/F The Center 99 Queen's Road Central Central Hong Kong

RHB Securities Hong Kong Limited 12/F World-Wide House 19 Des Voeux Road Central Central Hong Kong

Convoy Investment Services Limited 24C, @ Convoy 169 Electric Road North Point Hong Kong 2. any of the following branches or sub-branches of the receiving banks:

## Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Connaught Road Central Branch	13–14 Connaught Road Central
	King's Road Branch	131–133 King's Road, North Point
Kowloon	Tsim Sha Tsui East Branch	Shop 3, LG/F, Hilton Towers, 96 Granville Road, Tsim Sha Tsui East, Kowloon
	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
	Lam Tin Branch	Shop 12, 49 Kai Tin Road, Lam Tin
New Territories	Fo Tan Branch	No 2, 1/F Shatin Galleria, 18–24 Shan Mei Street, Fo Tan
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui

## Bank of Communications Co., Ltd. Hong Kong Branch

District	Branch or Sub-Branch Name	Address
Hong Kong Island	Hong Kong Branch	20 Pedder Street, Central
Kowloon	Kowloon Sub-Branch	G/F., 563 Nathan Road
New Territories	Sha Tsui Road Sub-Branch	Shops Nos. 3–5 on G/F., Kwong Ming Building, 120–130 Sha Tsui Road, Tsuen Wan
	Yuen Long Sub-Branch	Shop 2B, G/F., Man Yu Building, 2–14 Tai Fung Street, Yuen Long

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, 17 March 2016 until 12:00 noon on Tuesday, 22 March 2016 at the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker who may have such Application Forms and copies of the Prospectus available.

Copies of the Prospectus, together with the **BLUE** Application Form, can be collected by the Eligible Doctors and Dentists from the Company's head office at 11th Floor, TAL Building, 45–53 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong during the normal business hours from 9:00 a.m. on Thursday, 17 March 2016 until 12:00 noon on Monday, 21 March 2016. Electronic copies of the **BLUE** Application Form and the Prospectus can be viewed on the websites of the Company at <u>www.humanhealth.com.hk</u> and the Stock Exchange at <u>www.hkexnews.hk</u>.

Copies of the Prospectus, together with the **PINK** Application Form, can be collected by the Eligible Employees from the Company's head office at 11th Floor, TAL Building, 45–53 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong during the normal business hours from 9:00 a.m. on Thursday, 17 March 2016 until 12:00 noon on Monday, 21 March 2016. Electronic copies of the **PINK** Application Form and the Prospectus can be viewed on the websites of the Company at <u>www.humanhealth.com</u>. **hk** and the Stock Exchange at <u>www.hkexnews.hk</u>.

The **WHITE** or **YELLOW** Application Forms completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Bank of China (Hong Kong) Nominees Limited — Human Health Public Offer" should be securely stapled and deposited in the special collection boxes provided at any of the branches or sub-branches of receiving banks referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying through the **HK eIPO White Form** service may submit applications through the designated website at <u>www.hkeipo.hk</u> from 9:00 a.m. on Thursday, 17 March 2016 until 11:30 a.m. on Tuesday, 22 March 2016 (24 hours daily, except on the last application day) or such later time as described in the section headed "*How to Apply for Hong Kong Offer Shares and Reserved Shares* — 10. Effect of Bad Weather on the Opening of the Applications Lists" in the Prospectus.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

9:00 a.m. to 8:30 p.m. <sup>(1)</sup> — Thursday, 17 March 2016
8:00 a.m. to 8:30 p.m. <sup>(1)</sup> — Friday, 18 March 2016
8:00 a.m. to 1:00 p.m. <sup>(1)</sup> — Saturday, 19 March 2016
8:00 a.m. to 8:30 p.m. <sup>(1)</sup> — Monday, 21 March 2016
8:00 a.m. <sup>(1)</sup> to 12:00 noon — Tuesday, 22 March 2016

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/ Custodian Participants.

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Thursday, 17 March 2016 until 12:00 noon on Tuesday, 22 March 2016 or such later time as described in the section headed "*How to Apply for Hong Kong Offer Shares and Reserved Shares* - 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus (24 hours daily, except the last application day).

Your completed **BLUE** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Bank of China (Hong Kong) Nominees Limited — Human Health Public Offer" for the payment must be deposited in the collection point located at the Company's head office at 11th Floor, TAL Building, 45–53 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong by 12:00 noon on Monday, 21 March 2016, being the last day for the submission of the **BLUE** Application Forms, or such later time as described in the section headed "*How to Apply for Hong Kong Offer Shares and Reserved Shares* — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Your completed **PINK** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Bank of China (Hong Kong) Nominees Limited — Human Health Public Offer" for the payment must be deposited in the collection point located at the Company's head office at 11th Floor, TAL Building, 45–53 Austin Road, Tsim Sha Tsui, Kowloon, Hong Kong by 12:00 noon on Monday, 21 March 2016, being the last day for the submission of the **PINK** Application Forms, or such later time as described in the section headed "*How to Apply for Hong Kong Offer Shares and Reserved Shares* — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure and Conditions of the Global Offering" and "How to Apply for Hong Kong Offer Shares and Reserved Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering, the Doctor and Dentist Preferential Offering and the Employee Preferential Offering and the basis of allocation of Hong Kong Offer Shares, the Doctor and Dentist Reserved Shares and the Employee Reserved Shares on Thursday, 31 March 2016 (i) on the website of the Company at <u>www.humanhealth.com.hk</u>; and (ii) on the website of the Stock Exchange at <u>www.hkexnews.hk</u>. The results of allocations (with the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of the successful applicants) under the Hong Kong Public Offering will be made available through a variety of channels at the times and date and in the manner specified in the section headed "*How to Apply for Hong Kong Offer Shares and Reserved Shares — 11. Publication of Results*" in the Prospectus.

The Company will not issue temporary documents of title or receipt for application fees received. Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination" in the Prospectus has lapsed, which is expected to be at 8:00 a.m. on Friday, 1 April 2016.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, 1 April 2016. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1419.

By order of the Board Human Health Holdings Limited Chan Kin Ping Chairman

Hong Kong, 17 March 2016

As at the date of this announcement, the Board comprises Mr. Chan Kin Ping (also as Chief Executive Officer), Dr. Pang Lai Sheung, Ms. Sat Chui Wan and Mr. Poon Chun Pong as executive Directors, and Dr. Lui Sun Wing, Mr. Chan Yue Kwong Michael and Mr. Sin Kar Tim as independent non-executive Directors.