

*Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated December 30, 2016 (the “**Prospectus**”) issued by New Century Healthcare Holding Co. Limited (the “**Company**”).*

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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. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby offered.

*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 or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”), or the securities laws of any state of the United States. The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.*

*In connection with the Global Offering, China International Capital Corporation Hong Kong Securities Limited, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing 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 Stabilizing Manager or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. Such stabilization 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 Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).*

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Friday, February 10, 2017, being the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. After this date when no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



New Century Healthcare Holding Co. Limited

新世紀醫療控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 120,000,000 Shares (subject to the Over-Allotment Option)
Number of International Offer Shares	: 108,000,000 Shares (subject to adjustment and the Over-Allotment Option)
Number of Hong Kong Public Offer Shares	: 12,000,000 Shares (subject to adjustment)
Maximum Offer Price	: HK\$8.36 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: US\$0.0001 per Share
Stock code	: 1518

Joint Sponsors and Joint Global Coordinators

BofA Merrill Lynch



Joint Bookrunners and Joint Lead Managers

BofA Merrill Lynch



 BOC INTERNATIONAL

 **CMS**  招商证券

Application has been made by the Company to the Listing Committee for the listing of, and permission to deal in, the Shares in issue and the Shares to be issued pursuant to the Capitalization Issue and the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-Allotment Option). Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, January 18, 2017, it is expected that dealings in the Shares on the Stock Exchange commence at 9:00 a.m. on Wednesday, January 18, 2017. In the event the Over-Allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.ncich.com.cn and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of 12,000,000 Shares (subject to adjustment) representing 10% of the total number of Offer Shares under the Global Offering, and the International Offering of 108,000,000 Shares (subject to adjustment and the Over-Allotment Option) representing 90% of the total number of Offer Shares under the Global Offering. The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed "Structure of the Global Offering" in the Prospectus.

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 date of commencement of dealings in the Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) 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.

Pursuant to the Over-Allotment Option, the International Underwriters have the right, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) at any time from the day on which trading of the Shares commences on the Stock Exchange up to Friday, February 10, 2017, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 18,000,000 additional Shares, representing 15% of the Offer Shares initially available under the Global Offering, at the Offer Price, to cover over-allocations in the International Offering (if any).

The Offer Price will not be more than HK\$8.36 per Offer Share and is currently expected to be not less than HK\$6.36 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Public Offer Shares are required to pay, on application, the maximum Offer Price of HK\$8.36 per Offer Share together with brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$8.36 per Offer Share.

Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms. Applicants who would like to have the allotted Hong Kong Public Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Public Offer Shares registered 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.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, December 30, 2016, until 12:00 noon on Wednesday, January 11, 2017 from:

1. the following offices of the Hong Kong Underwriters:

Merrill Lynch Far East Limited

55/F, Cheung Kong Center
2 Queen's Road Central, Central
Hong Kong

China International Capital Corporation Hong Kong Securities Limited

29th Floor, One International Finance Centre
1 Harbour View Street, Central
Hong Kong

BOCI Asia Limited

26th Floor, Bank of China Tower
1 Garden Road
Central
Hong Kong

China Merchants Securities (HK) Co., Limited

48th Floor, One Exchange Square

8 Connaught Place

Central

Hong Kong

2. any of the following branches of the receiving bank:

Standard Chartered Bank (Hong Kong) Limited

District	Branch	Address
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
	Hennessy Road Branch	399 Hennessy Road, Wanchai
Kowloon	Kwun Tong Branch	G/F, 414 Kwun Tong Road, Kowloon
	Mongkok Branch	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok
New Territories	Metroplaza Branch	Shop No. 175 , Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung
	Tuen Mun Town Plaza Branch	Shop No. G047-G052, Tuen Mun Town Plaza Phase I, Tuen Mun

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, Decemebr 30, 2016 until 12:00 noon on Wednesday, January 11, 2017 from the Depository Counter of HKSCC at 1/F One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "**HORSFORD NOMINEES LIMITED — NEW CENTURY HEALTHCARE PUBLIC OFFER**" attached, should be deposited in the special collection boxes provided at any of the branches of the receiving bank referred to above on the following dates during the following times:

Friday, December 30, 2016 — 9:00 a.m. to 5:00 p.m.
Saturday, December 31, 2016 — 9:00 a.m. to 1:00 p.m.
Tuesday, January 3, 2017 — 9:00 a.m. to 5:00 p.m.
Wednesday, January 4, 2017 — 9:00 a.m. to 5:00 p.m.
Thursday, January 5, 2017 — 9:00 a.m. to 5:00 p.m.
Friday, January 6, 2017 — 9:00 a.m. to 5:00 p.m.
Saturday, January 7, 2017 — 9:00 a.m. to 1:00 p.m.
Monday, January 9, 2017 — 9:00 a.m. to 5:00 p.m.
Tuesday, January 10, 2017 — 9:00 a.m. to 5:00 p.m.
Wednesday, January 11, 2017 — 9:00 a.m. to 12:00 noon

The latest time lodging your application is 12:00 noon on Wednesday, January 11, 2017. The application lists will be open between 11:45 a.m. to 12:00 noon on that day or such later time as described in "10. Effect of Bad Weather on the Opening of the Application Lists" in the "How to Apply for Hong Kong Public Offer Shares" section of the Prospectus.

The application for the Hong Kong Public Offer Shares will commence on Friday, December 30, 2016 through Wednesday, January 11, 2017, being slightly longer than normal market practice of four days. The application monies (including the brokerages, SFC transaction levies and Stock Exchange trading fees) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Tuesday, January 17, 2017. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Wednesday, January 18, 2017.

Applicants applying through **White Form eIPO** service may submit applications through the **White Form eIPO** Service Provider at www.eipo.com.hk from 9:00 a.m. on Friday, December 30, 2016 until 11:30 a.m. on Wednesday, January 11, 2017 or such later time as described in the section “How to Apply for Hong Kong Public Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus (24 hours daily, except on the last application day).

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

- Friday, December 30, 2016 — 9:00 a.m. to 8:30 p.m.⁽¹⁾
- Saturday, December 31, 2016 — 8:00 a.m. to 1:00 p.m.⁽¹⁾
- Tuesday, January 3, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Wednesday, January 4, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Thursday, January 5, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Friday, January 6, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Monday, January 9, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Tuesday, January 10, 2017 — 8:00 a.m. to 8:30 p.m.⁽¹⁾
- Wednesday, January 11, 2017 — 8:00 a.m.⁽¹⁾ to 12:00 noon

(1) These times are subject to changes 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 Friday, December 30, 2016 until 12:00 noon on Wednesday, January 11, 2017 (24 hours daily, except from 3:00 a.m. on Saturday, January 7, 2017 to 7:00 a.m. on Sunday, January 8, 2017).

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

The Company expects to publish the announcement on the final Offer Price, the level of the indication of interest in the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Public Offer Shares under the Hong Kong Public Offering (i) in the South China

Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk) and (iv) on the Company's website (www.ncich.com.cn) on Tuesday, January 17, 2017. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Tuesday, January 17, 2017 as described in the section "How to Apply for Hong Kong Public Offer Shares — 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Wednesday, January 18, 2017 provided that the Global Offering has become unconditional 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 not been exercised. No receipt will be issued for application monies received. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, January 18, 2017. The Shares will be traded in board lots of 500 Shares each. The stock code of the Shares is 1518.

By Order of the Board of Directors
New Century Healthcare Holding Co. Limited
Jason Zhou
Chairman

Hong Kong, December 30, 2016

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Jason Zhou, Ms. Xin Hong and Mr. Xu Han, as executive Directors; Ms. Liang Yanqing, Dr. He Xin, Mr. Wang Siye and Ms. Zhang Lan as non-executive Directors; Mr. Wu Guanxiong, Mr. Sun Hongbin, Mr. Jiang Yanfu and Dr. Ma Jing, as independent non-executive Directors.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).