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This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated April 23, 2018 (the "**Prospectus**") issued by Ping An Healthcare and Technology Company Limited (the "**Company**") for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered. The Company has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended.

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

In connection with the Global Offering, UBS AG Hong Kong Branch 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 Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if taken, 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 (Cap. 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures or discussion.

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 Saturday, May 26, 2018, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

## PING AN HEALTHCARE AND TECHNOLOGY COMPANY LIMITED 平安健康醫療科技有限公司

(incorporated in the Cayman Islands with limited liability)

#### **GLOBAL OFFERING**

Number of Offer Shares under the Global Offering	:	160,094,200 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	10,406,200 Shares (subject to reallocation)
Number of International Offer Shares	:	149,688,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price (subject to a Downward Offer Price Adjustment)	:	HK\$54.80 per Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% (payable in full on application, subject to refund) (If the Offer Price is set at 10% below the bottom end of the indicative Offer Price after making a Downward Offer Price Adjustment, the Offer Price will be HK\$45.75 per Hong Kong Offer Share)
Nominal value	:	US\$0.000005 per Share
Stock code	:	1833
		(If the Offer Price is set at 10% below the bottom end of the indicative Offer Price after making a Downward Offer Price Adjustment, the Offer Price will be HK\$45.75 per Hong Kong Offer Share) US\$0.000005 per Share

Joint Sponsors, Joint Global Coordinators and Joint Bookrunners (in alphabetical order)





CMS 💯 招商證券國際 **HSBC** The Company has applied to the Listing Committee of the Stock Exchange for the grant of listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option). Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Friday, May 4, 2018. In the

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event the Over-allotment Option is exercised, an announcement will be made by the Company which will be posted on the website of the Stock Exchange (www.hkexnews.hk) and on the website of the Company (www.pahtg.com).

The Global Offering comprises the Hong Kong Public Offering of initially 10,406,200 Shares (subject to reallocation) representing approximately 6.5% of the total number of Offer Shares initially available under the Global Offering, and the International Offering of initially 149,688,000 Shares (subject to reallocation and the Over-allotment Option) representing approximately 93.5% of the total number of Offer Shares initially available 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. In particular, the Joint Global Coordinators and the Joint Sponsors may, at their Sole discretion, reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEx-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering following such reallocation shall be not more than double the initial allocation to the Hong Kong Public Offering (i.e. 20,812,400 Offer Shares).

Under the International Underwriting Agreement, the Company is expected to grant to the International Underwriters, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters), the Over-allotment Option, exercisable within 30 days from the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being Saturday, May 26, 2018) to require the Company to issue up to 24,014,100 additional Offer Shares, representing approximately 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.

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 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\$54.80 per Offer Share and is currently expected to be not less than HK\$50.80 per Offer Share, unless otherwise announced as further explained in the section headed "Structure of the Global Offering" in the Prospectus (subject to a reduction of up to 10% below the bottom end of the indicative Offer Price range) through making a Downward Offer Price Adjustment as set out in the Prospectus. If the Offer Price is set after making a 10% Downward Offer Price Adjustment, the Offer Price will be HK\$45.75 per Offer Share. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$54.80 per Offer Share together with brokerage fee of 1%, 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\$54.80 per Offer Share.

If the Company decides to reduce the Offer Price by making a Downward Offer Price Adjustment (a reduction of up to 10% below HK\$50.80, the Company will separately announce the final Offer Price no later than Thursday, May 3, 2018 on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.pahtg.com.

# Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (<u>www.eipo.com.hk</u>) for White Form eIPO.

Applicants who wish to be issued the Hong Kong Offer Shares in their own names should either (i) complete and sign the **WHITE** Application Form; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at <u>www.eipo.com.hk</u> under the **White Form eIPO** service. Applicants who wish to have the 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 should either (i) complete and sign the **YELLOW** Application Form; 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 Monday, April 23, 2018 till 12:00 noon on Thursday, April 26, 2018 (or such later date as may apply as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening the Application Lists" in the Prospectus) from the addresses of the following Hong Kong Underwriters:

### **CCB** International Capital Limited

12/F CCB Tower Connaught Road Central Central Hong Kong

## China International Capital Corporation Hong Kong Securities Limited

29/F One International Finance Centre 1 Harbour View Street Central Hong Kong

## China Merchants Securities (HK) Co., Limited

48/F One Exchange Square Central Hong Kong

## **CLSA Limited**

18/F One Pacific Place 88 Queensway Hong Kong

### **CMB** International Capital Limited

45/F, Champion Tower 3 Garden Road Central, Hong Kong

### The Hongkong and Shanghai Banking Corporation Limited

Level 10 HSBC Main Building 1 Queen's Road Central Hong Kong

### J.P. Morgan Securities (Asia Pacific) Limited

6, 7, 23-29/F Chater House 8 Connaught Road Central Hong Kong

### Ping An of China Securities (Hong Kong) Company Limited

Units 3601, 07 & 11-13, 36/F The Center 99 Queen's Road Central Hong Kong

#### **UBS AG Hong Kong Branch**

52/F, Two International Finance Centre 8 Finance Street Central Hong Kong

or any of the designated branches of the following receiving bank:

## (a) Bank of China (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	King's Road Branch	131-133 King's Road, North Point
	Causeway Bay Branch	505 Hennessy Road, Causeway Bay, Hong Kong
Kowloon	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin
	Telford Plaza Branch	Shop Unit, P2-P7, Telford Plaza, No.33 Wai Yip Street, Kowloon Bay, Kowloon
New Territories	Tai Po Plaza Branch	Unit 4, Level 1 Tai Po Plaza, 1 On Tai Road, Tai Po
	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui

#### (b) The Hongkong and Shanghai Banking Corporation Limited

Hong Kong Island	Branch Name Hong Kong Office	Address Level 3, 1 Queen's Road Central
	Des Voeux Road Central Branch	China Insurance Group Bldg, 141 Des Voeux Road Central
	Aberdeen Centre Branch	Shop 2, G/F, Site I, Aberdeen Centre, Aberdeen

	Branch Name	Address
Kowloon	Mong Kok Branch	Basement & U/G, 673
		Nathan Road, Mong Kok
	Hung Hom Branch	G/F, Hung Hom
		Commercial Centre, 37-39
		Ma Tau Wai Road, Hung
		Hom
<b>New Territories</b>	Citywalk Branch	Shops G21-22, Citywalk, 1
		Yeung Uk Road, Tsuen Wan
	Tuen Mun Town Plaza	Shop 1, UG/F, Shopping
	Branch	Arcade Phase II, Tuen Mun
		Town Plaza, 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 Monday, April 23, 2018 till 12:00 noon on Thursday, April 26, 2018 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 **YELLOW** 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 "BANK OF CHINA (HONG KONG) NOMINEES LIMITED - PING AN HEALTHCARE AND TECHNOLOGY PUBLIC OFFER" attached should be deposited in the special collection boxes provided at any of the designated branches of the receiving bank referred to above on such dates and during such time as specified in the Application Forms.

Your **WHITE** or **YELLOW** Application Forms can be lodged at the following times on the following dates:

Monday, April 23, 2018 — 9:00 a.m. to 4:30 p.m. Tuesday, April 24, 2018 — 9:00 a.m. to 4:30 p.m. Wednesday, April 25, 2018 — 9:00 a.m. to 4:30 p.m. Thursday, April 26, 2018 — 9:00 a.m. to 12:00 noon

Applicants may apply online through the **White Form eIPO** by submitting an application through the designated website at <u>www.eipo.com.hk</u> (24 hours daily, except on the last day for applications) from 9:00 a.m. on Monday, April 23, 2018 till 11:30 a.m. on Thursday, April 26, 2018 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, April 26, 2018 or such later date as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

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

Monday, April 23, 2018 — 9:00 a.m. to 8:30 p.m.<sup>(1)</sup> Tuesday, April 24, 2018 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup> Wednesday, April 25, 2018 — 8:00 a.m. to 8:30 p.m.<sup>(1)</sup> Thursday, April 26, 2018 — 8:00 a.m.<sup>(1)</sup> to 12:00 noon

Note:

(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 Monday, April 23, 2018 until 12:00 noon on Thursday, April 26, 2018 (24 hours daily, except on the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, April 26, 2018 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

The application for the Hong Kong Offer Shares will commence on Monday, April 23, 2018 through Thursday, April 26, 2018. The application monies (including the brokerage fees, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving bank and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Thursday, May 3, 2018. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Friday, May 4, 2018.

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

Irrespective of whether a Downward Offer Price Adjustment is made, the Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Thursday, May 3, 2018 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) and on the Company's website at <u>www.pahtg.com</u> and the website of the Stock Exchange at <u>www.hkexnews.hk</u>.

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 at the times and date and in the manner specified in the section headed "How to Apply for Hong Kong Offer Shares — 11. Publication of Results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$54.80 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with "Structure of the Global Offering — Conditions of the Global Offering" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

No temporary documents of title will be issued in respect of the Shares and no receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Friday, May 4, 2018, provided that the Global Offering has become unconditional and the right of termination described in the "Underwriting" section in the Prospectus has not been exercised. Dealings in the Shares are expected to commence at 9:00 a.m. on Friday, May 4, 2018. The Shares will be traded in board lots of 100 Shares each. The stock code of the Shares is 1833.

## By order of the Board **Ping An Healthcare and Technology Company Limited Mr. Wang Tao** *Chairman*

Hong Kong, April 23, 2018

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Wang Tao as Chairman and Executive Director, Mr. Lee Yuan Siong, Mr. Yao Jason Bo, Ms. Cai Fangfang, Mr. Dou Wenwei, Ms. Wang Wenjun and Mr. Law Siu Wah Eddie as Non-executive Directors, and Mr. Tang Yunwei, Mr. Guo Tianyong, Mr. Liu Xin and Mr. Chow Win Kin Anthony as Independent Non-executive Directors\*.

\* The appointment of Mr. Tang Yunwei, Mr. Guo Tianyong, Mr. Liu Xin and Mr. Chow Win Kin Anthony as Independent Non-executive Directors will take effect on the Listing Date.