

*Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated Tuesday, February 28, 2017 (the “**Prospectus**”) issued by Hospital Corporation of China Limited (the “**Company**”).*

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

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 Offer Shares.

*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**”). 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. The Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.*

*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 over-allocate or 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 conducted at the absolute discretion of the Stabilizing Manager 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 day 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 (Cap. 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 Saturday, April 8, 2017, being the 30th day after the date of closing of the application lists 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.



Hospital Corporation of China Limited
弘和仁愛醫療集團有限公司
(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 33,334,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 3,333,600 Shares (subject to adjustment)
Number of International Offer Shares	: 30,000,400 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$15.00 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.001 per Share
Stock code	: 3869

Sole Sponsor, Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus 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 Thursday, March 16, 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.hcclhealthcare.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of initially 3,333,600 Shares (subject to adjustment), representing approximately 10% of the total number of Shares initially available under the Global Offering, and the International Offering of initially 30,000,400 Shares (subject to adjustment and the Over-allotment Option, pursuant to which the Company may be required to issue and allot up to an aggregate of 5,000,000 additional 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), representing approximately 90% of the total number of 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 adjustment as described in the section “Structure and Conditions 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 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.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriter, exercisable by the Sole Global Coordinator on behalf of the International Underwriter at any time from the Listing Date until the 30th day after the last date for lodging of applications under the Hong Kong Public Offering, to require the Company to issue and allot up to an aggregate of 5,000,000 additional 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.

The Offer Price will not be more than HK\$15.00 per Offer Share and is currently expected to be not less than HK\$12.80 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$15.00 per Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%.

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\$15.00 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 the section headed “Structure and Conditions of the Global Offering—Conditions of the Global Offering” of 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.

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 Application Forms and the designated website (www.eipo.com.hk) for the White Form eIPO.

Applicants who would like to have the allotted Hong Kong 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 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 (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 Tuesday, February 28, 2017, until 12:00 noon on Thursday, March 9, 2017 from:

1. the following office of the Hong Kong Underwriter:

China International Capital Corporation Hong Kong Securities Limited
29/F, One International Finance Centre
1 Harbour View Street
Central, Hong Kong

2. any of the following branches of the receiving bank for the Hong Kong Public Offering:

Wing Lung Bank Limited

District	Branch name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central, Central

District	Branch name	Address
	Johnston Road Branch	118 Johnston Road, Wan Chai
	Kennedy Town Branch	28 Catchick Street, Kennedy Town
Kowloon	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road, Mong Kok
	Tsim Sha Tsui Branch	4 Carnarvon Road, Tsim Sha Tsui
	San Po Kong Branch	8 Shung Ling Street, San Po Kong
New Territories	Tsuen Wan Branch	251 Sha Tsui Road, Tsuen Wan

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, February 28, 2017 until 12:00 noon on Thursday, March 9, 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 copies of Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "Wing Lung Bank (Nominees) Limited — Hospital Corporation Public Offer" for payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above at the following times:

- Tuesday, February 28, 2017 — 9:00 a.m. to 5:00 p.m.
- Wednesday, March 1, 2017 — 9:00 a.m. to 5:00 p.m.
- Thursday, March 2, 2017 — 9:00 a.m. to 5:00 p.m.
- Friday, March 3, 2017 — 9:00 a.m. to 5:00 p.m.
- Monday, March 6, 2017 — 9:00 a.m. to 5:00 p.m.
- Tuesday, March 7, 2017 — 9:00 a.m. to 5:00 p.m.
- Wednesday, March 8, 2017 — 9:00 a.m. to 5:00 p.m.
- Thursday, March 9, 2017 — 9:00 a.m. to 12:00 noon

Applicants applying by the **White Form eIPO** may submit applications through the **White Form eIPO** service at www.eipo.com.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, February 28, 2017 until 11:30 a.m. on Thursday, March 9, 2017 or such later time as described in the section “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 Tuesday, February 28, 2017 through Thursday, March 9, 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 Wednesday, March 15, 2017. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Thursday, March 16, 2017.

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

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| • Tuesday, February 28, 2017 | — | 9:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Wednesday, March 1, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Thursday, March 2, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Friday, March 3, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Monday, March 6, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Tuesday, March 7, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Wednesday, March 8, 2017 | — | 8:00 a.m. to 8:30 p.m. ⁽¹⁾ |
| • Thursday, March 9, 2017 | — | 8:00 a.m. ⁽¹⁾ 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 Tuesday, February 28, 2017 until 12:00 noon on Thursday, March 9, 2017 (24 hours daily, except on the last application day).

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

The Company expects to publish the announcement on the final Offer Price, the level of indication 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 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) the Company’s website (www.hcclhealthcare.com) on or before Wednesday, March 15, 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 Wednesday, March 15, 2017 in the manner as described in the section “How to Apply for the Hong Kong 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 Thursday, March 16, 2017 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting” 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 Thursday, March 16, 2017. The Shares will be traded in board lots of 200 Shares each. The stock code of the Shares is 3869.

By order of the Board of Directors
Hospital Corporation of China Limited
Zhang Xiaopeng
Executive Director

Hong Kong, February 28, 2017

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhao John Huan as the chairman and the non-executive Director, Mr. Zhang Xiaopeng and Mr. Lu Wenzuo as executive Directors, Mr. Yuan Bing, Mr. Lin Sheng and Mr. Lin Tun as non-executive Directors, and Ms. Chen Xiaohong, Mr. Shi Luwen and Mr. Zhou Xiangliang 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).