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## **TATA Health International Holdings Limited**

### **TATA 健康國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1255)**

#### **MONTHLY UPDATE ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE END OF OFFER PERIOD**

This announcement is made by TATA Health International Holdings Limited (the “**Company**”) pursuant to Rule 3.7 of The Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”).

Reference is made to the announcements of the Company dated 12 May 2020, 12 June 2020, 13 July 2020, 13 August 2020, 11 September 2020, 12 October 2020, 12 November 2020, 11 December 2020, 12 January 2021, 11 February 2021 and 12 March 2021 in relation to, among others, the possible transaction in which the Receivers may look for potential purchaser(s) for the charged shares (the “**Possible Transaction**”), the announcement dated 12 April 2021 relating to the suspension of the Possible Transaction, the announcement dated 20 October 2023 relating to the change of receivers and managers over the charged shares, and the announcements dated 13 January 2022, 11 February 2022, 11 March 2022, 13 April 2022, 13 May 2022, 13 June 2022, 13 July 2022, 12 August 2022, 13 September 2022, 13 October 2022, 11 November 2022, 13 December 2022, 13 January 2023, 13 February 2023, 13 March 2023, 13 April 2023, 12 May 2023, 15 June 2023, 13 July 2023, 14 August 2023, 13 September 2023, 13 October 2023, 13 November 2023, 13 December 2023, 12 January 2024, 14 February 2024, 13 March 2024, 12 April 2024, 14 May 2024, 14 June 2024, 12 July 2024, 12 August 2024, 13 September 2024, 14 October 2024, 14 November 2024, 13 December 2024, 13 January 2025, 13 February 2025, 14 March 2025, 14 April 2025 and 15 May 2025, relating to the resumption of the Possible Transaction, respectively (the “**Announcements**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

Reference is also made to “Practice Note 24 (PN24) — Receivers, liquidators and when to commence offer period(s)” issued by the Securities and Futures Commission of Hong Kong on 18 November 2022 (“**PN24**”).

## END OF OFFER PERIOD

The Company wishes to update the shareholders and potential investors of the Company that after making appropriate enquiries with the Receivers, the Receivers indicated that (i) they have not so far identified any potential purchaser(s) for the Charged Shares, and no sale has been concluded, and no definitive transaction document has been entered into, in respect of any possible disposal of the Charged Shares; (ii) they are unable to actively look for a potential purchaser for the controlling stake (i.e. 30% of the issued share capital of the Company) (the “**Controlling Stake**”); and (iii) they are not in discussion with a potential purchaser over the Controlling Stake.

Furthermore, the Receivers has informed the Company that they had ceased to be the joint and several receivers and managers over the Charged Shares with effect from 2 June 2025.

Meanwhile, to the knowledge of the Company and in particular, pursuant to the disclosure of interest notice (“**DI Notice(s)**”) filed by Sigma International Holding Limited (“**Sigma**”) on 2 June 2025 (as amended and superseded by another DI Notice filed by Sigma on 17 July 2025), the Company noted that on 30 May 2025, Sigma executed a deed of assignment (the “**Deed of Assignment**”) with Great Wall International Investment X Limited (“**Great Wall X**”), pursuant to which Great Wall X had assigned to Sigma all its interest and rights in or to a loan facility made available by Great Wall X as lender to Shang Ying Financial Holding Co., Limited (currently known as Starting Line Health Group Holdings Limited) (“**Shang Ying**”), being the controlling shareholder of the Company holding 149,993,617 Shares, as borrower, as secured by, among others, charge over 123,993,617 Shares held by Shang Ying (“**Charged Shares**”). Upon execution of the Deed of Assignment, Sigma has first acquired a notifiable interest by having a security interest in those 123,993,617 Charged Shares, rather than being “a beneficiary under a trust interested in the shares” in the capacity of “custodian (other than an exempt custodian interest)”. In addition, there is no information in the aforesaid DI Notices indicating that Sigma has acquired any beneficial interest in the Charged Shares following the entering into of the Deed of Assignment.

On the other hand, given that no subsequent DI Notice has been filed by Shang Ying since its last filing on 24 May 2021 (even after the entering into of the Deed of Assignment), this indicates that Shang Ying has remained as a beneficial owner having the voting rights in the above-mentioned 149,993,617 Shares (including the Charged Shares). Accordingly, there should be no change in control of 30% or more of the voting rights of the Company that may fall under Rule 26.1 of the Takeovers Code, and thus no general offer obligation has been triggered, as a result of entering into of the Deed of Assignment.

The offer period has spanned for over five years since 12 May 2020. Based on the above, the Company believes that an offer on the Charged Shares is unlikely to be imminent. Accordingly, with reference to PN24, the offer period has come to an end on 2 June 2025.

Upon the end of the offer period, the Company no longer publishes further monthly announcements which would otherwise be required under Rule 3.7 of the Takeovers Code.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 April 2024, and will remain suspended pending the fulfilment of the resumption guidance. The Company will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

**Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**TATA Health International Holdings Limited**  
**Zhang Ming Qi**  
*Non-executive Director*

Hong Kong, 22 July 2025

*As at the date of this announcement, the Board comprises four non-executive Directors, namely, Mr. Lin Zheming, Mr. Chu Chun Ho, Dominic, Mr. Zhang Ming Qi and Mr. Chen Qi; and four independent non-executive Directors, namely, Mr. Wang Jian, Ms. Huang Lin, Mr. Li Liang and Mr. Du Jianfeng.*

*The Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*