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## **LIFE HEALTHCARE GROUP LIMITED**

**蓮和醫療健康集團有限公司**

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

**(Stock Code: 928)**

### **TERMINATION OF PLACING AGREEMENT APPOINTMENT OF EXECUTIVE DIRECTOR AND RESIGNATION OF EXECUTIVE DIRECTOR**

#### **TERMINATION OF PLACING AGREEMENT**

Reference is made to the announcements of Life Healthcare Group Limited (the “**Company**”) dated 18 December 2018 and 31 December 2018 (the “**Announcements**”) in relation to the placing of up to 1,070,857,060 Placing Shares by the Placing Agent at the placing price of HK\$0.12 per Placing Share. Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise stated.

The Company announces that the conditions precedent to the Placing Agreement have not been satisfied on or before the extended Long Stop Date on 8 January 2019. Accordingly, the Placing Agreement was terminated on 8 January 2019, and no Shares were or will be issued by the Company under the Placing Agreement.

The Directors believe that the termination of the Placing Agreement and the Placing contemplated thereunder has no material adverse impact on the financial position and operations of the Company.

#### **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that Mr. Man Wai Lun (“**Mr. Man**”) has been appointed as an executive director of the Company with effect from 8 January 2019.

Mr. Man, aged 46, obtained his diploma in Business Management from the School of Continuing Education, Hong Kong Baptist University in April 2003 and obtained a bachelor degree of accountancy from the University of South Australia in March 2007. Mr. Man has

over 16 years of experience in accounting. He was an executive director and compliance officer of Glory Flame Holdings Ltd. (stock code: 8059) for the period from 26 October 2016 to 19 September 2018. He worked as the chief accountant in Inno-Tech Holdings Limited (stock code: 8202) from May 2006 to January 2011 and was responsible for accounting, management reporting, budgeting and group consolidated.

Currently, Mr. Man is the accountant of Glory Flame Holdings Ltd. (stock code: 8059). He is one of the directors of HF Financial Holdings (H.K.) Limited which was founded by him.

Save as disclosed above, Mr. Man has not held (i) any other position of the Company and other member of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Mr. Man has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) and does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

Mr. Man has not entered into any service contract with the Company. Under the letter of appointment entered into between Mr. Man and the Company, there was no fixed term of service. His directorship in the Company is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The remuneration of Mr. Man is HK\$10,000 per month which is determined with reference to his experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Man that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to express its welcome to Mr. Man for joining the Board.

## **RESIGNATION OF EXECUTIVE DIRECTOR**

The Board announces that Mr. Chung Yuk Lun (“**Mr. Chung**”) has tendered his resignation as an executive director of the Company with effect from 8 January 2019 in order to focus his time and effort on the role of the company secretary of the Company.

Mr. Chung has confirmed that (i) there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

The Board would like to express its gratitude to Mr. Chung for his contributions to the Company during his tenure of service.

By order of the Board  
**Life Healthcare Group Limited**  
**Ng Kung Poon**  
*Executive Director*

Hong Kong, 8 January 2019

*As at the date of this announcement, the Board comprises:*

*Executive Directors:*

Mr. Hua Yunbo (*Chairman and President*)

Ms. Shan Hua (*Chief Executive Officer*)

Mr. Ng Kung Poon

Mr. Man Wai Lun

*Independent non-executive Directors:*

Mr. Liu Xinghua

Mr. Zhou Jian

Mr. Zheng Chunlei

Ms. Zhang Xuyang

*Non-executive Director:*

Dr. Feng Xiaogang