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China Medical & HealthCare Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 383)

DISPOSAL OF SHARES BY A SUBSTANTIAL SHAREHOLDER

This announcement is made by China Medical & HealthCare Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company has been informed by Vigor Online Offshore Limited (“**Vigor Online**”), a substantial shareholder of the Company holding 6,592,514,140 shares of the Company (representing approximately 45.53% of the issued share capital of the Company) and having a short position of 2,000,000,000 shares of the Company under a call option agreement, that it entered into a sale and purchase agreement with a purchaser for the sale of 4,000,000,000 shares of the Company (the “**Sale Shares**”) (representing approximately 27.62% of the issued share capital of the Company) on 17 April 2017 (the “**Agreement**”). To the best of the knowledge, information and belief of the directors of the Company, having made all reasonable enquiry, the purchaser under the Agreement is a third party independent of the Company and its connected persons.

The Company has also been informed that completion of the sale and purchase of the Sale Shares under the Agreement is expected to take place on a date to be designated by the purchaser within 5 months from the date of the Agreement. Immediately after the completion of the sale of the Sale Shares under the Agreement, Vigor Online is expected to continue to hold 2,592,514,140 shares of the Company (representing approximately 17.90% of the issued share capital of the Company), assuming there will be no other changes in the shareholding of Vigor Online in the Company.

The Company will keep the public informed of the progress of the matter by making further announcement(s) as and when appropriate.

RESUMPTION 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 18 April 2017 pending the release of this announcement. An application has been made by the Company to the Stock Exchange for the resumption of trading in the shares of the Company on the Stock Exchange with effect from 9:00 a.m. on 19 April 2017.

By order of the Board
China Medical & HealthCare Group Limited
Dr. Lim Cheok Peng
Chairman

Hong Kong, 18 April 2017

As at the date of this announcement, the board of directors of the Company comprises: –

Executive Directors

Ms. Chong Sok Un (Deputy Chairman), Dr. Jonathan Weiyan Seah (Chief Executive Officer), Dato' Wong Peng Chong and Mr. Kong Muk Yin

Non-Executive Directors

Dr. Lim Cheok Peng (Chairman) and Mr. Liao Feng

Independent Non-Executive Directors

Mr. Lau Siu Ki, Mr. Zhang Jian and Dr. Xia Xiaoning