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**EVERGRANDE HEALTH  
INDUSTRY GROUP**

**EVERGRANDE HEALTH INDUSTRY GROUP LIMITED**

**恒大健康產業集團有限公司**

*(formerly known as New Media Group Holdings Limited*

*新傳媒集團控股有限公司)*

*(a company incorporated in Hong Kong with limited liability)*

**(Stock code: 708)**

## **PROPOSED SHARE SUBDIVISION**

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The Board proposes to effect the Share Subdivision by converting every one (1) existing Share into ten (10) Converted Shares pursuant to section 170(2)(e) of the Companies Ordinance. The Share Subdivision will become effective on the day immediately after fulfillment of the conditions set out below under the section headed “Conditions of the Share Subdivision”.

### **GENERAL**

A circular containing details of the Share Subdivision, the arrangement and procedure for the free exchange of share certificates together with the notice of GM will be despatched to Shareholders on or around 28 July 2015.

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The Shares are currently traded in board lots of 5,000 Shares and the board lot size will remain unchanged when implementing the Share Subdivision. Upon the Share Subdivision becoming effective, the board lot size of the Converted Shares for trading on the Stock Exchange will be 5,000 Converted Shares.

It is expected that the Share Subdivision will not result in any odd lots other than those already exist.

## **SHARE CAPITAL STRUCTURE OF THE COMPANY**

As at the date of this announcement, the total number of Shares is 864,000,000 Shares and the total issued share capital of the Company is HK\$282,271,018.

As at the date of this announcement, the Company has no outstanding options, warrants, conversion rights or other similar rights giving rights to subscribe for any Shares.

## **CONDITIONS OF THE SHARE SUBDIVISION**

The Share Subdivision will be conditional upon the following:

- (1) the passing of an ordinary resolution by the Shareholders at the GM for approving the Share Subdivision; and
- (2) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Converted Shares.

Assuming all the conditions are fulfilled, the Share Subdivision will become effective on the day immediately after the passing of the ordinary resolution as mentioned above, which is expected to take place on 25 August 2015.

Application will be made to the Stock Exchange for the listing of, and permission to deal in, the Converted Shares upon implementation of the Share Subdivision.

## **EFFECT OF THE SHARE SUBDIVISION**

Upon the Share Subdivision becoming effective, the Converted Shares will rank *pari passu* in all respects with each other. Implementation of the Share Subdivision would not, by itself, alter the underlying assets, liabilities, businesses, management or financial position of the Group and the Company or the rights of the Shareholders, except for payment of the related expenses. The proportionate interests and the voting rights of the Shareholders in the Company will not be affected by the Share Subdivision.

## **REASONS FOR AND BENEFITS OF THE SHARE SUBDIVISION**

The proposed Share Subdivision (when effective) will increase the total number of Shares in issue and correspondingly reduce the trading price of each Share in the Company so that the market value per board lot of Shares in the Company can be reduced to appeal to more investors. Based on the closing price of HK\$7.69 per Share as quoted on the Stock Exchange on the date of this announcement, the market value per board lot of 5,000 Shares is HK\$38,450. The estimated market value per board lot of 5,000 Converted Shares will be theoretically reduced to HK\$3,845 immediately upon the Share Subdivision becoming effective.

The Board is of the view that the increase in number of shares of the Company together with the reduction in the trading price as a result of the Share Subdivision may improve the trading liquidity of the Converted Shares vis-à-vis the existing Shares and enable the Company to broaden its Shareholders' base. Accordingly, the Board considers that the Share Subdivision is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **EXCHANGE OF SHARE CERTIFICATES**

Upon the Share Subdivision becoming effective, the Shareholders may, during the period from Tuesday, 25 August 2015 to Monday, 5 October 2015 (both dates inclusive), submit their existing certificates for the Shares to the Company's share registrar, Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, in exchange for the new share certificates for the Converted Shares free of charge. Thereafter, existing certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each certificate issued or cancelled, whichever is higher. Existing certificates for the Shares will continue to be good evidence of legal title and may be exchanged for certificates for Converted Shares at any time at the expense of the Shareholders.

Further details about the arrangement for the exchange of share certificates will be set out in the circular of the Company to be despatched to the Shareholders.

## **EXPECTED TIMETABLE**

The expected timetable relating to the Share Subdivision is set out below:

	<b>2015</b> (Hong Kong time)
Despatch of the circular (including the notice of the GM) and proxy form for the GM	Tuesday, 28 July
Latest time for lodging the proxy form for the GM (not less than 48 hours prior to time of the GM)	3:00 p.m., Saturday, 22 August
Expected date and time of the GM	3:00 p.m., Monday, 24 August
Publication of poll results of the GM	Monday, 24 August

**The following events are conditional on the fulfillment of the conditions for the implementation of the Share Subdivision as set out in the section headed “Conditions of the Share Subdivision” in this announcement.**

**2015**

(Hong Kong time)

Effective date of the Share Subdivision	Tuesday, 25 August
Dealings in Converted Shares commences	9:00 a.m., Tuesday, 25 August
Original counter for trading in Shares (in board lots of 5,000 Shares) closes	9:00 a.m., Tuesday, 25 August
Temporary counter for trading in Converted Shares in board lots of 50,000 Converted Shares opens	9:00 a.m., Tuesday, 25 August
First day for free exchange of existing share certificates for new share certificates for Converted Shares	Tuesday, 25 August
Original counter for trading in Converted Shares (in board lots of 5,000 Converted Shares) re-opens	9:00 a.m., Wednesday, 9 September
Parallel trading in Shares and Converted Shares begins	9:00 a.m., Wednesday, 9 September
Temporary counter for trading in Converted Shares in board lots of 50,000 Converted Shares closes	4:00 p.m., Wednesday, 30 September
Parallel trading in Shares and Converted Shares ends	4:00 p.m., Wednesday, 30 September
Last day for free exchange of existing share certificates for new share certificates for Converted Shares	Monday, 5 October

Further announcement will be made by the Company for changes, if any, in the expected timetable for implementation of the Share Subdivision and the associated trading arrangements as aforesaid.

## **GENERAL**

The Company is a company incorporated in Hong Kong with limited liability. The principal business activities of the Group are plastic surgery, skin therapy and care, anti-aging management as well as the sales of health and travel magazines, books and contents.

The GM is proposed to be convened for the Shareholders to consider, and if thought fit, to approve the Share Subdivision. A circular containing details of the Share Subdivision, the arrangement and procedure for the free exchange of share certificates together with the notice of GM is expected to be despatched to Shareholders on or around 28 July 2015.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following terms have the following meanings:

“Board”	the board of directors of the Company;
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong);
“Company”	Evergrande Health Industry Group Limited, a company incorporated in Hong Kong with limited liability;
“Converted Shares”	ordinary shares in the share capital of the Company upon the Share Subdivision becoming effective
“GM”	the general meeting of the Company to be convened for the purpose of approving the Share Subdivision;
“Group”	the Company and its subsidiaries;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“HK\$”	the lawful currency of Hong Kong;
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Share(s)”	the existing ordinary shares in the share capital of the Company prior to the Share Subdivision becoming effective;
“Shareholder(s)”	the registered holders of Shares or Converted Shares (as the case may be);

“Share Subdivision” the proposed conversion of all of the Shares into a larger number of shares by converting each one (1) Share into ten (10) Converted Shares pursuant to section 170(2)(e) of the Companies Ordinance; and

“Stock Exchange” The Stock Exchange of Hong Kong Limited.

By Order of the Board  
**Evergrande Health Industry Group Limited**  
**Fong Kar Chun, Jimmy**  
*Company Secretary*

Hong Kong, 24 July 2015

*As at the date of this announcement, the executive directors of the Company are Ms. Tan Chaohui, Mr. Tong Ming, Mr. Han Xiaoran; and the independent non-executive directors of the Company are Mr. Chau Shing Yim, David, Mr. Guo Jianwen and Mr. Xie Wu.*