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EDS Wellness Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8176)

INSIDE INFORMATION

This announcement is made by EDS Wellness Holdings Limited (the “**Company**”) pursuant to Rule 17.10(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the Company’s announcement dated 21 March 2013 (the “**Announcement**”) and circular dated 23 May 2013 in relation to, among other things, (i) the subscription agreement (the “**Subscription Agreement**”) dated 21 March 2013 and entered into between the New Cove Limited (the “**Subscriber**”) and the Company in relation to the issue of convertible bonds in the principal amount of HK\$40,000,000; (ii) the loan agreement (the “**Loan Agreement**”) dated 21 March 2013 entered into between Hong Kong Builders Finance Limited (the “**Lender**”) and the Company in relation to the grant of an unsecured loan in the principal amount of HK\$40,000,000 for a term of three (3) years from the date of drawdown and (iii) the application for the Whitewash Waiver. Reference is also made to the announcement of the Company dated 30 October 2013 in relation to the extension of the long stop date of the Subscription Agreement and the Loan Agreement from 31 October 2013 to 30 June 2014. The Subscriber and the Lender are indirect wholly-owned subsidiaries of Eternity Investment Limited (the “**Subscriber Holding**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board would like to inform the Shareholders and the potential investors that the Company is under negotiation with the Subscriber Holding for the grant of a new loan in the principal amount of up to HK\$30,000,000 (the “**New Loan**”). No agreement has been entered into between the Subscriber Holding and the Company in relation to the grant of the New Loan as at the date of this announcement. There is no assurance that an agreement in respect of the New Loan may be signed or would be signed at all. The Company will make further announcement as when appropriate pursuant to the requirements under the GEM Listing Rules.

The grant of the New Loan may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

By Order of the Board
EDS Wellness Holdings Limited
Yu Zhen Hua Johnny
Chairman

Hong Kong, 19 March 2014

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Yu Zhen Hua Johnny, Mr. Wang Xiaofei (with Mr. Lee Chan Wah as alternate), Mr. Wang Shangzhong and Mr. Lee Chan Wah; one non-executive Director, namely Mr. Du Juanhong; and three independent non-executive Directors, namely Mr. Tam B Ray Billy, Mr. Chu Kin Wang Peleus and Mr. Tse Joseph.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.eds-wellness.com.