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## **EDS Wellness Holdings Limited**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 8176)**

### **ANNOUNCEMENT**

#### **APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER IN RELATION TO THE MASTER SUPPLY AGREEMENT AND POSSIBLE UNCONDITIONAL MANDATORY CASH OFFER BY KINGSTON SECURITIES LTD ON BEHALF OF XING HANG LIMITED FOR ALL ISSUED ORDINARY EDS SHARES (OTHER THAN THOSE EXCLUDED EDS SHARES)**

Reference is made to the joint announcement of EDS Wellness Holdings Limited (the “**Company**”), Xing Hang Limited and Eternity Investment Limited dated 15 April 2015 (the “**Joint Announcement**”) in respect of, among other things, the Subscription, the Master Supply Agreement, the Offer, the proposed reclassification and redesignation of the authorized share capital of the Company and the proposed amendments to the Bye-laws. Capitalised terms used herein shall have the same meaning as those defined in the Joint Announcement unless stated otherwise.

The board of directors of the Company (the “**Board**”) wishes to announce that, with the approval of the Independent Board Committee, Investec Capital Asia Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee in respect of the Master Supply Agreement (which constitutes of continuing connected transaction for the Company under the GEM Listing Rules) and the Offer.

Shareholders and potential investors of the Company should note that completion of the Subscription Agreement is subject to the satisfaction and/or waiver of the conditions (as the case may be) contained in the Subscription Agreement. Accordingly, the Offer may or may not be made. The issue of this announcement does not in any way imply that the Offer will be made. Shareholders and potential investors of the Company should exercise caution when dealing in the relevant securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers.

By Order of the Board  
**EDS Wellness Holdings Limited**  
Chan Kin Wah, Billy  
*Chairman*

Hong Kong, 29 April 2015

*As at the date of this announcement, the Board comprises two executive directors of the Company, namely Mr. Chan Kin Wah, Billy and Mr. Lee Chan Wah; and three independent non-executive directors of the Company, namely Mr. Tam B Ray, Billy, Mr. Chu Kin Wang, Peleus and Mr. Tse Joseph.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, 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.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the 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.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://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](http://www.eds-wellness.com).*