

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.*

*This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of Haier Healthwise Holdings Limited and Global Mastermind Capital Limited.*



**HAIER HEALTHWISE HOLDINGS LIMITED**

**海爾智能健康控股有限公司**

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

**(Stock Code: 348)**



**GLOBAL MASTERMIND CAPITAL LIMITED**

**環球大通投資有限公司\***

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

**(Stock Code: 905)**

## **JOINT ANNOUNCEMENT**

### **COMPLETION OF DISCLOSEABLE TRANSACTION – SUBSCRIPTION OF THE SUBSCRIPTION SHARES**

### **COMPLETION OF THE ISSUE OF THE SUBSCRIPTION SHARES UNDER SPECIFIC MANDATE**

Reference is made to the joint announcement of Global Mastermind Capital Limited (“**Global Mastermind**”) and Haier Healthwise Holdings Limited (the “**Subscriber**”) dated 17 October 2016 (the “**Joint Announcement**”) and the circular of Global Mastermind dated 28 November 2016 in relation to the issue of 195,500,000 new shares of Global Mastermind (the “**Subscription Shares**”) at a price of HK\$0.45 per Subscription Share. Unless otherwise defined, all capitalised terms used herein shall have the same meanings as defined in the Joint Announcement.

## **COMPLETION OF THE SUBSCRIPTION**

The GM Board and the Subscriber Board are pleased to announce that the conditions set out in the Subscription Agreement have been fulfilled and completion of the Subscription took place on 19 December 2016. Pursuant to the Subscription Agreement, an aggregate of 195,500,000 Subscription Shares have been allotted and issued to the Subscriber at the Subscription Price of HK\$0.45 per Subscription Share on the same day. The Subscription Shares have been issued under the Specific Mandate.

\* *For identification purposes only*

The Subscriber is an investment holding company and its subsidiaries are principally engaged in development, engineering, manufacturing and sale of toys, commercial kitchen products and consumer electronic products. The Subscriber becomes a substantial shareholder of Global Mastermind as a result of the completion of the Subscription.

## SHAREHOLDING STRUCTURE OF THE GLOBAL MASTERMIND

The shareholding structure of Global Mastermind immediately before and after completion of the Subscription are set out below:

GM Shareholders	Immediately before completion of the Subscription		Upon completion of the Subscription	
	<i>No. of the GM Shares held</i>	<i>Approximate %</i>	<i>No. of the GM Shares held</i>	<i>Approximate %</i>
China Tian Di Xing Logistics Holdings Limited (Note 1)	104,858,000	20.77	104,858,000	14.97
Hong Kong Resources Holdings Company Limited (Note 2)	84,000,000	16.64	84,000,000	11.99
The Subscriber (Note 3)	–	–	195,500,000	27.92
Other public GM Shareholders	<u>315,975,925</u>	<u>62.59</u>	<u>315,975,925</u>	<u>45.12</u>
Total	<u><u>504,833,925</u></u>	<u><u>100.00</u></u>	<u><u>700,333,925</u></u>	<u><u>100.00</u></u>

*Note:*

1. Mr. Mung Kin Keung, an executive GM Director, is a director and controlling shareholder of China Tian Di Xing Logistics Holdings Limited.
2. Hong Kong Resources Holdings Company Limited is a company incorporated in Bermuda with limited liability whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 2882).
3. The Subscriber becomes a substantial shareholder of Global Mastermind as a result of the completion of the Subscription.

By Order of the Subscriber Board  
**Haier Healthwise Holdings Limited**  
**Lei Hong Wai**  
*Subscriber Chairman*

By Order of the GM Board  
**Global Mastermind Capital Limited**  
**Mung Kin Keung**  
*Global Mastermind Chairman*

Hong Kong, 19 December 2016

*As at the date of this announcement, the Subscriber Board comprises Mr. Lei Hong Wai (Chairman), Mr. Hu Yebi (Vice Chairman), Mr. Leung Lun, M.H., Ms. Fang Fang and Mr. Tse Chi Keung as executive directors, Mr. Diao Yunfeng as non-executive director; and the independent non-executive directors of the Subscriber are Mr. Wong Tak Chuen, Mr. Lai Hok Lim and Mr. Lien Wai Hung.*

*As at the date of this joint announcement, the GM Board comprises Mr. Mung Kin Keung (Chairman) and Mr. Mung Bun Man, Alan as executive directors; and Mr. Man Kong Yui, Mr. Fung Wai Ching and Mr. Poon Wai Hoi, Percy as independent non-executive directors.*