

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this 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 announcement.*

*Neither this announcement nor any copy thereof may be released into or distributed directly or indirectly in the United States or any other jurisdiction where such release or distribution might be unlawful.*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.*

*This announcement is not an offer to sell or the solicitation of an offer to buy securities in the United States of America. Neither this announcement nor any copy hereof may be taken into, released or distributed, directly or indirectly, in or into the United States of America or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The securities referred to herein will not be registered under the United States Securities Act of 1993 (the “**Securities Act**”) and may not be offered or sold in the United States of America except pursuant to registration or an applicable exemption from the registration requirements of the Securities Act. The Company does not intend to make any public offering of securities in the United States of America.*



**New Horizon Health Limited**  
**諾輝健康**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 6606)**

## **COMPLETION OF PLACING OF EXISTING SHARES AND TOP-UP SUBSCRIPTION OF NEW SHARES UNDER THE GENERAL MANDATE**

**Overall Coordinators and Placing Agents**

**Goldman  
Sachs**

**Goldman Sachs (Asia) L.L.C.**

**J.P.Morgan**

**J.P. Morgan Securities (Asia Pacific) Limited**

The Board is pleased to announce that completion of the Placing took place on January 20, 2023 and completion of the Subscription took place on January 30, 2023.

Reference is made to the announcement of New Horizon Health Limited (the “**Company**”) dated January 18, 2023 (the “**Announcement**”) in relation to the Placing and Subscription Agreement. Unless otherwise defined in this announcement, or the context otherwise requires, capitalized terms and expressions used in this announcement have the respective meanings given to them in the Announcement.

## COMPLETION OF THE PLACING AND THE SUBSCRIPTION

The Board is pleased to announce that completion of the Placing took place on January 20, 2023, with all the Placing Shares placed to institutional investors.

As all conditions precedent to completion of the Subscription had been fulfilled, including (i) the Listing Committee having granted approval for the listing of, and permission to deal in, the Subscription Shares and (ii) the completion of the Placing, completion of the Subscription took place on January 30, 2023.

Pursuant to Rule 14A.92(4) of the Listing Rules, completion of the Subscription took place within 14 days after the date of the Placing and Subscription Agreement.

Pursuant to the terms and conditions of the Placing and Subscription Agreement, (i) a total of 27,543,000 Placing Shares were successfully placed by the Placing Agents to not less than six Placees who and whose ultimate beneficial owners are third parties independent of and not acting in concert (as defined under the Takeovers Code) with the Subscriber, the Company, its subsidiaries and their respective connected persons and associates, at the Placing Price of HK\$28.38 per Placing Share; and (ii) a total of 27,543,000 new Subscription Shares, representing approximately 6.02% of the issued share capital of the Company as enlarged by the Subscription on January 30, 2023, were allotted and issued to the Subscriber at the Subscription Price of HK\$28.38 per Subscription Share on January 30, 2023. The Subscriber was not involved in screening or selecting the Placees in connection with the Placing.

The Company received total net proceeds of HK\$775,116,033.63 from the Subscription and intends to use the same for the following purposes:

- (i) 30% for the further development and commercialization of the Group's pipeline products, including but not limited to CerviClear, LiverClear and pan-cancer early detection pipeline programs as well as other pipeline programs of the Group;
- (ii) 40% for the operational activities of the Group, including but not limited to investment in facilities and manufacturing lines to expand the Group's operational capacity and office buildings to house the back-office departments of the Group, and
- (iii) 30% for the business development activities and investments of the Group, including but not limited to the Group's investments through any current or future venture capital funds specific in healthcare industry with a focus in diagnostics and life science and tools.

## SHAREHOLDING STRUCTURE

The table below sets out the changes to the shareholding structure of the Company as a result of the completion of the Placing and the Subscription<sup>(1)</sup>:

Shareholder	Immediately before completion of the Placing and the Subscription		Immediately after completion of the Placing but before completion of the Subscription		Immediately after completion of the Placing and the Subscription	
	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>	<i>Number of Shares</i>	<i>%</i>
Subscriber <sup>(2)</sup>	43,224,536	10.05	15,681,536	3.65	43,224,536	9.45
Placees	–	–	27,543,000	6.40	27,543,000	6.02
Other Shareholders	386,777,400	89.95	386,777,400	89.95	386,777,400	84.53
<b>Total</b>	<b>430,001,936</b>	<b>100.00</b>	<b>430,001,936</b>	<b>100.00</b>	<b>457,544,936</b>	<b>100.00</b>

Notes:

- (1) This table does not take into account any Shares that may be issued pursuant to any options or restricted share units granted under any existing share schemes of the Company, during the relevant period or time above-mentioned.
- (2) Immediately before completion of the Placing and the Subscription, the Subscriber is interested in (i) 33,383,555 Shares as beneficial owner and (ii) 9,840,981 Shares as trustee of the Yiyou Chen Grantor Retained Annuity Trust. He is also entitled to receive up to 5,659,370 Shares pursuant to options and restricted share units granted under the existing share schemes of the Company.

By order of the Board  
**New Horizon Health Limited**  
**Mr. Yeqing ZHU**  
*Chairman*

Hong Kong, January 30, 2023

*As at the date of this announcement, the Board comprises Mr. Yeqing ZHU as Chairman and executive Director, Dr. Yiyou CHEN as executive Director, Mr. Naxin YAO as non-executive Director, and Mr. Danke YU, Prof. Hong WU and Dr. Donald Kwok Tung LI as independent non-executive Directors.*