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PHOENIX
HEALTHCARE
GROUP
鳳凰醫療集團

Phoenix Healthcare Group Co. Ltd

鳳凰醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1515)

DELAY IN DESPATCH OF CIRCULAR IN RELATION TO MAJOR TRANSACTION IN RELATION TO THE ACQUISITIONS OF THE TARGET COMPANIES INVOLVING ISSUE OF CONSIDERATION SHARES UNDER SPECIFIC MANDATE

Reference is made to the announcement of Phoenix Healthcare Group Co. Ltd (the “**Company**”) dated October 28, 2016 in relation to the Acquisitions (the “**Announcement**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as used in the Announcement.

As stated in the Announcement, the Circular containing, among other things, (i) further information of the Sale and Purchase Agreements, the Equity Subscription Agreement and the transactions contemplated thereunder; (ii) the financial information of the Group and the Target Companies and (iii) the notice of the EGM, is expected to be despatched to the Shareholders on or before November 18, 2016. As additional time is required for the Company to prepare and finalise certain information to be included in the Circular, including, among other things, the audited financial information of the Target Companies, it is expected that the despatch date of the Circular will be postponed to a date falling on or before December 9, 2016.

Completion of the Acquisitions is conditional upon fulfilment (or waiver, where applicable) of the conditions precedent in the Sale and Purchase Agreements and the Equity Subscription Agreement. Accordingly, the Acquisitions may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares or other securities of the Company and are recommended to consult their professional advisers if they are in any doubt about their position and as to the actions that they should take.

By Order of the Board
Phoenix Healthcare Group Co. Ltd
Xu Jie
Chairman

Hong Kong, November 18, 2016

As at the date of this announcement, the Board comprises Ms. XU Jie, Mr. LIANG Hongze, Mr. ZHANG Xiaodan, Mr. XU Zechang, Mr. JIANG Tianfan, Mr. SHAN Baojie and Mr. CHENG Libing as executive directors; Mr. KWONG Kwok Kong, Ms. CHENG Hong, Mr. SUN Jianhua and Mr. LEE Kar Chung Felix as independent non-executive directors.