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## **China HealthCare Holdings Limited**

**中國衛生控股有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock code: 673)

### **ANNOUNCEMENT**

Reference is made to the Company's Circular dated 16th June 2006 in respect to the Subscription of Redeemable Convertible Cumulative Preference Shares, Very Substantial Acquisition and Amendments to the By-laws. The Company undertakes to make monthly announcement in respect to the conversion of Preference Shares and Convertible Notes. The company announces that during November 2006 (the "Period"):

- (1) None of the Preference Shares was converted into Conversion Shares during the Period.
- (2) None of the Convertible Notes was converted into CN Conversion Shares.
- (3) Upon full conversion of the Preference Shares at the Initial Conversion Price of HK\$1.16 each, the Company will issue 100,344,827 Conversion Shares, representing (a) approximately 42.80% of the Company's total issued share capital; (b) approximately 29.98% of the total issued share capital of the Company as enlarged by the issue of the Conversion Shares; and (c) approximately 28.62% of the total issued share capital of the Company as enlarged by the issue of the Conversion Shares and the CN Conversion Shares upon full conversion of the Convertible Notes at the CN Initial Conversion Price. Up to the date of this announcement, no conversion of the Preference Share has occurred.
- (4) Upon full conversion of the Convertible Notes at the CN Initial Conversion Price of HK\$1.16 each, the Company will issue 15,862,068 CN Conversion Shares, representing (a) approximately 6.77% of the total issued share capital of the Company; (b) approximately 6.34% of the issued share capital Company as enlarged by the issue of the CN Conversion Shares; and (c) approximately 4.52% of the issued share capital Company as enlarged by the issue of the CN Conversion Shares and the Conversion Shares upon full conversion of the Preference Shares at the initial Conversion Price. Up to the date of this announcement, no conversion of the Convertible Notes has occurred.

- (5) The Company did not issue and/or cancel any Share during the Period.
- (6) The total issued Shares of the Company as at the commencement and the last day of the Period are 234,367,577.

By Order of the Board  
**Dr. Ni Aimin**  
*Executive Director*

Hong Kong, 11 December 2006

\* *for identification purpose only*

*As at the date of this announcement, the board of directors of the Company comprises Dr. Li Zhong Yuan, Mr. Lee Jong Dae, Dr. Ni Aimin, Mr. Deng Ku Hon, all of whom are executive directors; Mr. Martin Treffer who is non-executive director; and Mr. Mu Xiang Ming, Dr. Yan Shi Yun and Mr. Zhou Bao Yi, all of whom are independent non-executive directors.*