

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.



China HealthCare Holdings Limited
中國衛生控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 673)

**DELAY IN DESPATCH OF CIRCULAR
EXTENSION OF LONG STOP DATE
AND
DELAY IN COMPLETION
IN RELATION TO
SUBSCRIPTIONS OF CONVERTIBLE NOTES**

THE APRIL SUBSCRIPTION

Delay in despatch of circular

Since the completion of the April Subscription is conditional upon, inter alia, the completion of the possible acquisition by the Company or its subsidiaries of certain interests in companies which are principally engaged in provision of healthcare services in the PRC but no formal agreements for such possible acquisition have been finalized yet, the despatch date of the Circular is expected to be postponed to a date falling on or before 15 January 2015.

Extension of the long stop date

As additional time is required for the fulfillment of the April Subscription Conditions, the parties to the April Subscription Agreements entered into the supplemental agreements to extend the long stop date for fulfillment of the April Subscription Conditions to 30 January 2015.

* *for identification purposes only*

THE JUNE SUBSCRIPTION

Delay in completion

At the request of the subscriber, the parties to the June Subscription Agreement entered into a supplemental agreement to extend the completion date of the June Subscription to 30 November 2014.

References are made to the announcement of the Company dated 8 April 2014 in relation to the subscription of the convertible notes by, and the granting of options to, Zheng Hua Investment Limited and Pacas Worldwide Limited (the “April Subscription”) and the announcement of the Company dated 3 June 2014 and the circular of the Company dated 7 July 2014 in relation to the subscription of the convertible note by Lin & Li Investment Limited (the “June Subscription”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as ascribed thereto in the abovementioned announcements and circular.

THE APRIL SUBSCRIPTION

Delay in despatch of circular

As disclosed in the announcement of the Company dated 8 April 2014 in relation to the April Subscription, the Company expected to despatch the circular in relation to the April Subscription (the “Circular”) on or before 30 June 2014. Since the completion of the April Subscription is conditional upon, inter alia, the completion of the possible acquisition by the Company or its subsidiaries of certain interests in companies which are principally engaged in provision of healthcare services in the PRC but no formal agreements for such possible acquisition have been finalized yet, the despatch date of the Circular is expected to be postponed to a date falling on or before 15 January 2015.

Extension of the long stop date

Pursuant to the subscription agreements dated 8 April 2014 entered into between the Company and Zheng Hua Investment Limited and Pacas Worldwide Limited respectively in relation to the April Subscription (the “April Subscription Agreements”), the long stop date for fulfillment of the conditions to the April Subscription Agreements (the “April Subscription Conditions”) was 30 September 2014. However, as additional time is required for the fulfillment of the April Subscription Conditions, the parties to the April Subscription Agreements entered into the supplemental agreements respectively on 30 September 2014 to extend the long stop date for fulfillment of the April Subscription Conditions to 30 January 2015. Save as disclosed above, all other terms and conditions of the April Subscription Agreements remain unchanged and in full force and effect in all respects.

THE JUNE SUBSCRIPTION

Delay in completion

Pursuant to the subscription agreement dated 3 June 2014 entered into among the Company, Lin & Li Investment Limited and Mr. Lin Grant Xiao-Bin in relation to the June Subscription (the “June Subscription Agreement”), completion of the June Subscription Agreement would take place simultaneously with the fulfillment (or otherwise waived) of the last of the conditions precedent or such other date as may be agreed between the parties. As at the date hereof, all of the conditions precedent to the June Subscription Agreement have been fulfilled. However, at the request of the subscriber, Lin & Li Investment Limited, the parties to the June Subscription Agreement entered into a supplemental agreement on 30 September 2014 to extend the completion date of the June Subscription to 30 November 2014. Save as disclosed above, all other terms and conditions of the June Subscription Agreement remain unchanged and in full force and effect in all respects.

By order of the Board
China HealthCare Holdings Limited
Zhou Bao Yi
Executive Director

Hong Kong, 30 September 2014

As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Jia Hong Sheng (Chairman), Dr. Li Zhong Yuan, Mr. Zhou Bao Yi, Mr. Chung Ho and Mr. Wang Jingming; and four independent non-executive Directors, namely Mr. Mu Xiangming, Mr. Jiang Bo, Dr. Yan Shi Yun and Mr. Zhao Hua.