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**COMMON SPLENDOR INTERNATIONAL  
HEALTH INDUSTRY GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 286)**

**INSIDE INFORMATION  
SUBSCRIPTION AGREEMENT AND  
UPDATE ON DEVELOPMENT OF  
THE NON-LEGALLY BINDING FRAMEWORK AGREEMENT**

This announcement is made by Common Splendor International Health Industry Group Limited (the “Company”, together with its subsidiaries, collectively the “Group”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and Inside Information Provisions of Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Reference is made to the announcement of the Company dated 23 April 2013 (the “Previous Announcement”) in relation to, among other things, the non-legally binding strategic framework agreement (the “Framework Agreement”) with certain third parties for the proposed development of health management business in the People’s Republic of China (the “PRC”). The board of directors of the Company (the “Directors”) would like to announce that it has succeeded in establishing the co-operation between the Company and two contracting parties under the Framework Agreement in respect of the development of health management business in the PRC.

## SUBSCRIPTION AGREEMENT

As at the date of this announcement, the Company, Jumbo Glory Investments Limited, a non-wholly-owned subsidiary of the Company (the “Target Company”, together with its subsidiaries, collectively the “Target Group”) and two organisations, AMAbiotics International Limited and American Anti-aging Alliance (collectively, the “Subscribers”), have entered into a subscription agreement (the “Subscription Agreement”) pursuant to which each of the Subscribers has agreed to subscribe for 5 shares in the Target Company which represent 0.25% of the existing issued share capital of the Target Company, at the consideration of US\$1 per share (the “New Shares”). Details of American Anti-aging Alliance are set out under the section headed “Information of the Parties to the Agreement” in the Previous Announcement. AMAbiotics International Limited is a company incorporated in Hong Kong with limited liability and is a direct wholly-owned subsidiary of AMAbiotics SAS which is one of the parties to the Framework Agreement and its details are set out under the section headed “Information of the Parties to the Agreement” in the Previous Announcement. AMAbiotics SAS agreed to subscribe for shares in the Target Company via its direct wholly-owned subsidiary, AMAbiotics International Limited.

The Target Company is a company incorporated in the British Virgins Islands with limited liabilities and is a holding company. As at the date of this announcement, the Target Group has not commenced its business and there is accumulated shareholders’ deficit for the Target Group. It is expected it will commence its business in the second quarter of 2014. Its principal activity will be engaging in the health management business in the PRC which is a new business for the Group. In the long run, the goal of the Target Group is creating a pool of global premium medical resources and constructing a leading model in the health management industry. In the future, the Target Company plans to set up chained health management businesses in the PRC to provide personal health management services to high-end segment in the population under three statuses namely heath, sub-health and illness. The Directors consider the following benefits will arise from the invitation of the Subscribers to participate in the development of health management business:

- (i) the Company and the Subscribers may engage in joint research projects and implement high-technology development proposals in the health management area through the Target Group;
- (ii) the Subscribers, by leveraging on their respective strengths in research and development capacity, access to international academic arena and valuable brand names, intend to give various support to the Target Group in respect of medical service innovation, bio-technology treatment and bio-medical treatment; and

- (iii) the Company may invite the Subscribers to co-develop the health management business to be carried out by the Target Group by building up and sharing health management resources covering the technological, academic, customer and valuable brand name aspects.

The Directors consider that issuing the New Shares to each of the Subscribers at US\$1 per share in the Target Company as consideration, which is the nominal value per share in the Target Company, may attract reputable organisations as the strategic partners to explore the health management business, which is a unique business requiring the participation of professional experts which the Group does not possess. Therefore, the Directors believe that the terms of the Subscription Agreement are made on an arm's length basis and on normal commercial terms, fair and reasonable and in the interest of the shareholders of the Company (the "Shareholders") as a whole.

To the best of the knowledge of the Directors, information and belief, having made all reasonable enquiries, each of the Subscribers and their respective ultimate beneficial owner(s) (where applicable) is a third party independent from the Company and connected persons of the Company (as defined in the Listing Rules) as at the date of this announcement.

#### **UPDATE ON DEVELOPMENT OF FRAMEWORK AGREEMENT**

Besides the Subscribers, China-Hong Kong Society for Medical and Health Care and Chinese Association for Science and Business, being parties to the Framework Agreement, have confirmed that they will not enter into any further co-operation contract with the Company, although the Company will remain as their strategic partner. The mode of co-operation between the Company and the remaining four PRC parties to the Framework Agreement, namely Da An Gene Co., Ltd. of Sun Yat-sen University, Guangdong Food and Drug Vocational College, 廣東省醫療行業學會(Guangdong Medical and Health Care Industry Association\*) and 東莞南方醫大代謝醫學研發有限公司(Dongguan Southern Medical University Metabolic Medicines Research and Development Company Limited\*) (collectively, the "Potential Co-operative Parties") are still under negotiation. The Company will make further announcement(s) on further development in respect of the Framework Agreement as and when appropriate.

## LISTING RULES IMPLICATION

As each of the applicable percentage ratios in respect of the Subscription Agreement is less than 5%, the transaction contemplated under the Subscription Agreement does not constitute a notifiable transaction of the Company and is therefore not subject to the reporting, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

**As at the date of this announcement, none of the members of the Group has entered into any legally binding agreements with any of the Potential Co-operative Parties under the Framework Agreement. There is no assurance that a legally binding agreement will be entered into eventually as contemplated or at all, and the structure, amount of investment, scale of operation and other affairs related to the potential co-operation are subject to further discussion and negotiation and are subject to change. Accordingly, the co-operation between the Company and the Potential Co-operative Parties under the Framework Agreement and any transaction(s) contemplated thereunder may or may not proceed. Shareholders and potential investors are advised to exercise extreme cautions when dealing in the securities of the Company.**

By order of the Board  
**Common Splendor International  
Health Industry Group Limited**  
**Wong Yuet Ying**  
*Company Secretary*

Hong Kong, 19 May 2014

*As at the date of this announcement, the board of the Directors comprises of Mr. Cheung Wai Kuen and Mr. Cheng Hau Yan as executive Directors; Mr. Lin Jiang as non-executive Director; and Mr. Mai Yang Guang, Mr. Yau Chi Ming and Mr. Huang Liang, as independent non-executive Directors.*

*The website of the Company is [www.g-prop.com.hk](http://www.g-prop.com.hk).*

*\* For identification purpose only*