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**COMMON SPLENDOR INTERNATIONAL  
HEALTH INDUSTRY GROUP LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 286)**

**VOLUNTARY ANNOUNCEMENT  
LOAN FACILITIES FROM A BANK GUARANTEED  
BY THE COMPANY AND CONTROLLING SHAREHOLDER**

This announcement is made by the Company on a voluntary basis to provide shareholders of the Company and potential investors on the Group's latest business development.

**LOAN FACILITIES FROM A BANK GUARANTEED BY THE COMPANY  
AND CONTROLLING SHAREHOLDER**

The Board announces that on 6 September 2019, Guangdong CS (as borrower) entered into the Loan Agreements with DRC Bank, Donglian Branch (as lender), pursuant to which, DRC Bank, Donglian Branch agreed to make available to Guangdong CS the Loan Facilities of up to an aggregate principal amount of RMB340 million. The Company agreed to guarantee the loan facilities and authorised Mr. WK Cheung to execute the Guarantee Agreements and related documents on its behalf.

A summary of the principal terms of the Loan Agreements is set out below:

Date: 6 September 2019

Parties: Guangdong CS (as borrower)

DRC Bank, Donglian Branch (as lender)

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of DRC Bank and its ultimate beneficial owners is third party independent of and not connected with the Company and its connected persons.

Loan facilities: Loan facilities up to an aggregate principal amount of RMB340 million, comprising of two separate loan facilities up to the maximum principal amount of RMB290 million and RMB50 million, respectively.

Interest rate: Depending on the term of the Loan Agreements, the following interest rates apply:

- for loans with a term of one year or less, fixed interest rate as stipulated in the loan note; or
- for loans with a term of over one year, a combination of (i) fixed interest rate as stipulated in the loan note for the current year, and (ii) a floating interest rate that is adjusted in subsequent years based on the corresponding benchmark interest rate as announced by the People's Bank of China for subsequent years and in accordance with the ratio as stipulated in the loan note.

Term of the Loan Agreements: 7 years commencing from 12 September 2019 and expiring on 11 September 2026 (both days inclusive)

Security and  
Guarantee:

To secure the payment obligations of Guangdong CS under the  
Loan Facilities:

- the Guarantors provided a joint and several guarantee of up to RMB510 million pursuant to their respective Guarantee Agreements; and
- Guangdong CS provided the Share Pledge of up to RMB510 million pursuant to the relevant share pledge agreement.

## **REASONS FOR AND BENEFITS OF THE LOAN FACILITIES**

As disclosed in the Acquisition Circular, the Group intended to finance the proposed acquisition of Aidigong through, among other things, banking facilities from a PRC commercial bank. The purpose of the Loan Facilities is to provide such funds to the Group to facilitate the Group's proposed acquisition of Aidigong. Please refer to the section headed "Source of Funding" and other information in the Acquisition Circular for further information.

To the extent Guangdong CS and the Company is a party to the Loan Agreements or the Guarantee Agreement, respectively, the Directors consider that the terms of (i) the Loan Agreements entered into by Guangdong CS; and (ii) the Guarantee Agreement entered into by the Company are arrived at after arm's length negotiations between the parties thereto. The Directors believe that terms of the Loan Agreements and Guarantee Agreement are fair and reasonable and in the interests of the shareholders of the Company as a whole.

## **LISTING RULES IMPLICATIONS**

Mr. WK Cheung is an executive Director and controlling shareholder of the Company. Mr. WK Cheung, through Champion Dynasty Limited, is deemed to be interested in 930,379,671 shares of the Company, representing approximately 31.05% of the Company's total issued share capital as at the date of this announcement. Mr. WK Cheung has provided the Personal Guarantee to the Loan Facilities without receiving any form of consideration.

The provision of the Personal Guarantee constitutes financial assistance to the Group under Chapter 14A of the Listing Rules. Given that the Personal Guarantees is not secured by any assets of the Group, and that the Directors consider that the Personal Guarantee is conducted on normal commercial terms or better to the Group, the guarantees are fully-exempted from the shareholders' approval, annual review and all disclosure requirements pursuant to Rule 14A.90 of the Listing Rules.

## **GENERAL**

The Group is principally engaged in health industry, including medical anti-aging and health preservation base, medical and healthcare industry investment management, natural health food business as well as investment and finance activities. Guangdong CS is principally engaged in investment holding.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Acquisition Circular”                      the Company's circular dated 26 July 2019 in relation to, among other things, the proposed acquisition of Aidigong

“Aidigong”	深圳愛帝宮母嬰健康管理股份有限公司 (Shenzhen Aidigong Maternity Health Management Co., Ltd.*), an indirect subsidiary of the Company established in the PRC with limited liability
“Board”	the board of Directors
“DRC Bank”	東莞農村商業銀行股份有限公司 (Dongguan Rural Commercial Bank Co., Ltd.*), a licensed bank established under the laws of the PRC
“Company”	Common Splendor International Health Industry Group Limited, an exempted company incorporated in Bermuda with limited liability, the issued shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited
“Director(s)”	the director(s) of the Company
“Dongguan DD”	東莞市東帝健康產業有限公司 (Dongguan Dongdi Health Industry Co., Ltd.*), a wholly-owned subsidiary of the Company established in the PRC with limited liability
“Group”	the Company and its subsidiaries
“Guangdong CS”	廣東同佳健康產業集團有限公司 (Guangdong Common Splendor Health Industry Group Limited*), a wholly-owned subsidiary of the Company established in the PRC with limited liability
“Guarantee Agreement(s)”	the guarantee agreement(s) and related documents dated 6, 12 and 16 September 2019 and entered into between each of the Guarantors and DRC Bank, Donglian Branch in relation to the provision of a joint and several guarantee by each of the Guarantors in favour of the DRC Bank, Donglian Branch to secure payment obligations of Guangdong CS under the Loan Facilities

“Guarantors”	collectively, the Company, Dongguan DD, 廣東同佳供應鏈管理有限公司 (Guangdong Tongjia Supply Chain Management Co., Ltd.*), Aidigong and Mr. WK Cheung
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Loan Agreement A”	the loan agreement dated 6 September 2019 and entered into between Guangdong CS (as borrower) and DRC Bank, Donglian Branch (as lender) in relation to the grant of a loan facility of up to a principal amount of RMB290 million
“Loan Agreement B”	the loan agreement dated 6 September 2019 and entered into between Guangdong CS (as borrower) and DRC Bank, Donglian Branch (as lender) in relation to the grant of a loan facility of up to a principal amount of RMB50 million
“Loan Agreements”	collectively, the Loan Agreement A and the Loan Agreement B
“Loan Facilities”	loan facilities up to an aggregate principal amount of RMB340 million, comprising of two separate loan facilities in the principal amount of RMB290 million and RMB50 million, respectively, made available by DRC Bank, Donglian Branch to Guangdong CS pursuant to the Loan Agreements
“Mr. WK Cheung”	Cheung Wai Kuen (張偉權), chairman of the Board, an executive Director and a controlling shareholder of the Company

“Personal Guarantee”	the personal guarantee provided by Mr. WK Cheung in respect of the Loan Facilities
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share Pledge”	the share pledge provided by Guangdong CS in favour of DRC Bank, Donglian Branch up to RMB510 million in respect of the Loan Facilities over 88.5184% share interest in Aidigong with a valuation of approximately RMB888.3 million

*In this announcement, the terms “associate”, “connected person”, “controlling shareholder” and “subsidiary” have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.*

By Order of the Board  
**Common Splendor International  
Health Industry Group Limited**  
**Cheung Wai Kuen**  
*Chairman*

Hong Kong, 16 September 2019

*As at the date of this announcement, the Board comprises Mr. Cheung Wai Kuen, Mr. Cheng Hau Yan and Mr. Ye Jiong Xian as executive Directors; Mr. Hou Kai Wen, Mr. Lin Jiang and Mr. Wong Kin Man as non-executive Directors; and Mr. Lam Chi Wing, Mr. Mai Yang Guang and Mr. Wong Yiu Kit, Ernest as independent non-executive Directors.*

\* *The English transliteration of the Chinese names in this announcement, where indicated, is included for information only, and should not be regarded as the official English names of such Chinese names.*