

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.



Yestar Healthcare Holdings Company Limited

巨星醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2393)

CLARIFICATION ON PROFIT WARNING ANNOUNCEMENT

References are made to the (i) announcement of Yestar Healthcare Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 12 August 2022 in relation to the profit warning of the Company disclosing that the Company is expected to record an unaudited consolidated net loss of the Group of approximately RMB180.2 million and an unaudited consolidated net loss attributable to the owners of the parent of approximately RMB161.5 million for the six months ended 30 June 2022 as compared to an unaudited consolidated net profit of the Group of approximately RMB120.9 million and an unaudited consolidated net profit attributable to the owners of the parent of approximately RMB111.9 million for the six months ended 30 June 2021 primarily attributed to the significant decrease in revenue of the Group’s medical business which was due to the drop in demand for medical check up in hospitals and decline in mobility of people across China and an impairment loss on intangible assets of the Group (the “**Profit Warning**”) and (ii) the announcements of the Company dated 8 April 2022, 6 May 2022, 6 June 2022, 28 June 2022 and 28 July 2022 in relation to, among other things, the Possible Subscription (together, the “**Possible Subscription Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those ascribed to them in the Possible Subscription Announcements.

This clarification announcement is published in accordance with Practice Note 2 of the Takeovers Code. The Directors would like to clarify that the Profit Warning is regarded as a profit forecast under Rule 10 of the Takeovers Code, and would need to be reported on by the financial advisers and the accountants or auditors in accordance with Rule 10 of the Takeovers Code. As the Profit Warning was made pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) of Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong),

which require the Company to disclose any inside information as soon as practicable and given the time constraints, the Company has encountered practical difficulties in meeting the requirements of Rule 10.4 of the Takeovers Code.

Under Practice Note 2 of the Takeovers Code, the reports from the Company's financial advisers and auditors or accountants on the profit forecasts are required to be included in the next document to be sent to the Shareholders (the "**Profit Forecast Reports**"). As the unaudited interim results announcement of the Company for the six months ended 30 June 2022 (the "**Interim Results**") is expected to be published in August 2022 and its interim report for the same period is expected to be despatched on or before 30 September 2022, it is expected that the Interim Results will be published prior to the despatch of any documents that may be sent to the Shareholders in respect of the Possible Subscription described in the Possible Subscription Announcements. Accordingly, the requirement to include the Profit Forecast Reports in the next document to be sent to the Shareholders pursuant to Rule 10 of the Takeovers Code is expected to be superseded by the publication of the Interim Results.

Save for the clarification stated in this announcement, all information in the Profit Warning remains unchanged.

Shareholders and potential investors of the Company should note that the Profit Warning does not meet the standard required by Rule 10 of the Takeovers Code and has not been reported on in accordance with the Takeovers Code. Shareholders and potential investors of the Company should therefore exercise caution in placing reliance on the Profit Warning in assessing the merits and demerits of the Possible Subscription.

Shareholders and potential investors of the Company should be aware that there is no assurance that the Possible Subscription will materialise or eventually be consummated. The terms of the Possible Subscription are subject to further negotiations between the Company and the Potential Investor, and the completion of the Possible Subscription is subject to the Subscription Agreement being entered into and the satisfaction (or, as the case may be, waiver) of such conditions precedent to completion (including but not limited to approval of the relevant regulatory authorities of the Potential Investor) as may be specified therein. The Possible Subscription may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and if they are in any doubt about their position, they should consult their professional adviser(s).

By order of the Board
Yestar Healthcare Holdings Company Limited
Hartono James
Chairman, CEO and Executive Director

15 August 2022

As at the date of this announcement, the executive Directors are Mr. Hartono James, Ms. Wang Hong, Ms. Liao Changxiang and Mr. Liang Junxiong; the independent non-executive Directors are Dr. Hu Yiming, Mr. Zeng Jinsong and Mr. Sutikno Liky.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.