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**金威医疗集团有限公司**

Good Fellow Healthcare Holdings Limited

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8143)**

## **ANNOUNCEMENT**

### **RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING SHARE HELD ON THE RECORD DATE**

References are made to (i) the prospectus of Good Fellow Healthcare Holdings Limited (the “**Company**”) dated 22 May 2025 (the “**Prospectus**”); and (ii) the announcement of the Company dated 12 June 2025 (the “**Announcement**”) in relation to, among other matters, the Rights Issue. Capitalised terms used herein shall have the same meanings as those defined in the Prospectus, unless the context otherwise requires.

### **RESULTS OF THE RIGHTS ISSUE AND THE COMPENSATORY ARRANGEMENTS**

As disclosed in the Announcement, as at 4:00 p.m. on Thursday, 5 June 2025, being the Latest Time for Acceptance, a total of 12 valid applications had been received for a total of 385,822,996 Rights Shares, representing approximately 68.45% of the total number of Rights Shares offered under the Rights Issue (the “**Offered Shares**”). Accordingly, the Rights Issue was undersubscribed by 177,826,992 Rights Shares, representing approximately 31.55% of the total number of Offered Shares, which will be subject to the Compensatory Arrangements.

The Board wishes to announce that, as at 4:00 p.m. on Friday, 20 June 2025, being the latest time of placing of the Unsubscribed Rights Shares and ES Unsold Rights Shares by the Placing Agent, all of the 177,826,992 Unsubscribed Rights Shares and ES Unsold Rights Shares were successfully placed to four independent placees, namely (i) Wu Liping, (ii) Lee Ming Hin, (iii) Lin Hongliang; and (iv) Sun Renzhong, at the price of HK\$0.05 per Share, which is equivalent to the Subscription Price, under the Placing. Accordingly, there is no Net Gain available to be distributed to the No Action Shareholders under the Compensatory Arrangements.

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, (i) each of the placees is independent of and not connected with the Company and its connected persons and not a connected person of the Company; and (ii) none of the placees has become a substantial shareholder of the Company (as defined under the GEM Listing Rules) upon completion of the Placing.

As all the conditions with respect to the Rights Issue as set out in the Prospectus have been fulfilled, the Rights Issue became unconditional at 4:00 p.m. on Monday, 23 June 2025.

Accordingly, the gross proceeds raised from the Rights Issue (including the Placing) were approximately HK\$28.2 million and the net proceeds from the Rights Issue after deducting the expenses were approximately HK\$26.7 million. As disclosed in the Prospectus, the Company intends to use the net proceeds from the Rights Issue as to (i) approximately HK\$10.6 million (representing approximately 39.7% of the net proceeds) for the repayment of Shareholder's Loans, which is expected to be fully utilised before August 2025; (ii) approximately HK\$8.3 million (representing approximately 31.1% of the net proceeds) for the development of the general hospital business of the Group, which is expected to be fully utilised before November 2025; and (iii) approximately HK\$7.8 million (representing approximately 29.2% of the net proceeds) for general working capital of the Group (including but not limited to the payment of salaries, rental expenses, professional fees and/or other corporate expenses), which is expected to be fully utilised before July 2026.

## EFFECT OF THE RIGHTS ISSUE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the following table sets out the shareholding structure of the Company immediately before and after the completion of the Rights Issue and the Placing:

	Immediately before completion of the Rights Issue and the Placing		Immediately after completion of the Rights Issue and the Placing	
	<i>Number of issued Shares</i>	<i>Approximate %</i>	<i>Number of issued Shares</i>	<i>Approximate %</i>
<b>Controlling Shareholder</b>				
Solar Star <i>(Note 1)</i>	316,391,892	56.13	632,783,784	56.13
<b>Substantial Shareholder</b>				
New Hope International (Hong Kong) Limited (“ <b>New Hope International</b> ”) <i>(Note 2)</i>	68,643,507	12.18	68,643,507	6.09
<b>Director</b>				
Mr. Ng	11,800,000	2.09	23,600,000	2.09
<b>Public Shareholders</b>				
Independent placees	—	—	177,826,992	15.77
Other public Shareholders	166,814,589	29.60	224,445,693	19.92
	<b>563,649,988</b>	<b>100.00</b>	<b>1,127,299,976</b>	<b>100.00</b>

*Notes:*

- (1) The issued share capital of Solar Star is owned as to 50% by Mr. Ng, 25% by Ms. Ng Si Wing and 25% by Ms. Ng Yin. As such, Mr. Ng Chi Lung is deemed to be interested in all the Shares in which Solar Star is interested under Part XV of the SFO.
- (2) New Hope International is interested in 68,643,507 Shares. New Hope International is owned as to 75% by Southern Hope Enterprise Co., Ltd<sup>#</sup> (南方希望實業有限公司) which is in turn owned as to 51% by New Hope Group Co. Ltd<sup>#</sup> (新希望集團有限公司) (“**New Hope Group**”) and as to 49% by Ningbo Zhuosheng Investment Co. Ltd<sup>#</sup> (寧波卓晟投資有限公司). New Hope Group is owned as to 75% by New Hope Holdings Group Co. Ltd<sup>#</sup> (新希望控股集團有限公司) (“**New Hope Holdings**”), 14.60% by Mr. Liu Yonghao and 9.09% by Ms. Liu Chang, New Hope Holdings is in turn owned as to 100% by New Hope Asia Pacific Investment Holdings Co. Ltd<sup>#</sup> (新希望亞太投資控股有限公司) which is owned as to 99% by Lhasa Economic Development Zone New Hope Investment Co., Ltd.<sup>#</sup> (拉薩經濟開發區新希望投資有限公司) (“**Lhasa Economics**”) and as to 1% by Mr. Liu Yonghao. Lhasa Economic is then owned as to 100% by Mr. Liu Yonghao. As such, Mr. Liu Yonghao and Ms. Liu Chang are deemed to be interested in the Shares held by New Hope International under Part XV of the SFO.

## **DESPATCH OF SHARE CERTIFICATES FOR RIGHTS SHARES**

Share certificates for all fully-paid Rights Shares are expected to be posted to those entitled thereto to their registered addresses by ordinary post at their own risk on Monday, 30 June 2025.

## **COMMENCEMENT OF DEALINGS IN FULLY-PAID RIGHTS SHARES**

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 2 July 2025.

By order of the Board  
**Good Fellow Healthcare Holdings Limited**  
**Ng Chi Lung**  
*Chairman and Executive Director*

Hong Kong, 26 June 2025

*As at the date of this announcement, the Board comprises Mr. Ng Chi Lung and Mr. Wu Qiyong as executive Directors; and Ms. Wong Ka Wai, Jeanne, Mr. Lau Tak Kei Arthur and Mr. Lin Yaomin as independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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