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UMP HEALTHCARE HOLDINGS LIMITED

聯合醫務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 722)

DISCLOSEABLE TRANSACTION ACQUISITION OF BONDS

On 28 January 2016, the Company acquired the Bonds through Hang Seng Bank (as custodian bank) at the consideration of HK\$30,030,000. As one or more of the applicable percentage ratio(s) (as defined in Rule 14.07 of the Listing Rules) in respect of the Acquisition is more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements but exempt from the shareholders' approval requirement under the Listing Rules.

THE ACQUISITION

On 28 January 2016, the Company acquired the Bonds issued by Bank of China (acting through its Sydney branch) through Hang Seng Bank (as custodian bank) at the consideration of HK\$30,030,000 (including a commission based on the principal amount of the Bonds). The Bonds had an aggregate principal amount of HK\$30,000,000, bearing interest at 0.98% per annum, and the maturity date of the Bonds was 2 August 2016. As at the date of this announcement, the Bonds have already been redeemed and the Company has already received a gross proceeds of approximately HK\$30,146,597 (including interests accrued) pursuant to the Bonds.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Acquisition was made for allocating surplus cash reserves of the Group for treasury management purposes. The Acquisition was principal-preservation in nature utilising certain temporarily idle funds of the Group, and was conducted on the premises that the Acquisition would not affect the working capital of the Company or the operation of the Group's principal business. The Acquisition had been financed from the Group's internal resources. The Acquisition is conducive to improving the capital usage efficiency and generating investment return from the Group's temporarily idle funds.

The Company considers that, on one hand, the Company would be able to generate a better return pursuant to the Bonds than fixed-term bank deposits in Hong Kong and on the other hand, it would be able to retain flexibility in redeeming or disposing of the Bonds as and when appropriate.

Accordingly, the Directors are of the view that the terms and conditions of the Acquisition are fair and reasonable and the Acquisition is in the interests of the Company and its shareholders as a whole.

GENERAL

Information on the Company

The Company is incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange. The Group is one of the leading corporate healthcare solutions providers in Hong Kong which partners with corporations and insurance companies in the design and administration of corporate healthcare benefits plans for, and provides healthcare services to, such members, employees and policyholders.

Information on Bank of China

Based on information available on the internet, Bank of China is a licensed bank established under the laws of the PRC. Bank of China principally engages in the business of commercial banking, and carries out investment banking, insurance and other businesses through its subsidiaries.

Information on Hang Seng Bank

Based on information available on the internet, Hang Seng Bank is a licensed bank established under the laws of Hong Kong. Hang Seng Bank is principally engaged in commercial and retail banking business and offers a range of financial products and services to its customers.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, Bank of China, Hang Seng Bank and their respective ultimate substantial beneficial owner(s) are third parties independent of the Company and its connected persons.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the Acquisition is more than 5% but less than 25%, the Acquisition constitutes a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting and announcement requirements but exempt from the shareholders' approval requirement under the Listing Rules.

DEFINITIONS

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

“Acquisition”	the acquisition of the Bonds by the Company
“Bank of China”	Bank of China Limited (stock code: 3988), a joint stock company incorporated in the PRC with limited liability, the H-shares of which are listed on the Main Board of the Stock Exchange
“Board”	the board of Directors
“Bonds”	the bonds issued by Bank of China (acting through its Sydney branch) in the aggregate principal amount of HK\$30,000,000 acquired by the Company through Hang Seng Bank (as custodian bank)
“Company”	UMP Healthcare Holdings Limited (stock code: 722), a company incorporated under the laws of the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“connected person”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hang Seng Bank”	Hang Seng Bank Limited (stock code: 11), a company incorporated under the laws of the Hong Kong with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Main Board”	the main board of The Stock Exchange of Hong Kong Limited

“PRC” the People’s Republic of China (excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)

“Stock Exchange” The Stock Exchange of Hong Kong Limited

By order of the Board of Directors
UMP Healthcare Holdings Limited
Ma Hoi Wan
Company Secretary

Hong Kong, 14 October 2016

As at the date of this announcement, the Board comprises Dr. SUN Yiu Kwong as Chairman, Chief Executive Officer and executive director, Ms. KWOK Cheuk Kwan, Jacquen, as managing director and executive director, Mr. TSANG On Yip, Patrick, Dr. SUN Man Kin, Michael, Mr. LEE Kar Chung, Felix and Mr. JIANG Tianfan as executive directors, and Mr. LEE Luen Wai, John BBS JP, Dr. LI Kwok Tung, Donald SBS JP and Mr. YEUNG Wing Sun, Mike as independent non-executive directors.