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RICI HEALTHCARE HOLDINGS LIMITED

瑞慈醫療服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1526)

DISCLOSEABLE TRANSACTION ACQUISITION OF PROPERTY

THE ACQUISITION

The Board announces that on November 4, 2025 (after trading hours of the Stock Exchange), the Purchaser, a wholly-owned subsidiary of the Company, and the Vendor, an independent third party, entered into the Shanghai Commodity Housing Pre-sale Contract, pursuant to which the Purchaser agreed to purchase and the Vendor agreed to sell, the Property for the Consideration of RMB198,950,940.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Acquisition exceeds 5% but all of them are less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is therefore subject to the relevant notification and announcement requirements under Chapter 14 of the Listing Rules.

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THE SHANGHAI COMMODITY HOUSING PRE-SALE CONTRACT

A summary of the major terms of the Shanghai Commodity Housing Pre-sale Contract is set out below:

Date:	November 4, 2025
Parties:	(1) The Purchaser (2) The Vendor
The Property to be acquired:	The property is a residential unit located at Room 1_4 level, Level 1, Number 40, Building 13, Lane 377, Longqi Road, Shanghai, the PRC. The total gross floor area of the Property is approximately 570.06 square meter.
Consideration and payment terms:	The consideration for the Acquisition is RMB198,950,940, and shall be payable by the Purchaser to the Vendor in the following manner: (a) an initial deposit of RMB30,000,000 which has already been paid by the Purchaser to the Vendor upon the signing of the Shanghai Commodity Housing Pre-sale Contract; and (b) the balance of the Consideration in the sum of RMB168,950,940 shall be paid before November 30, 2025.
Termination:	Under the following circumstances, the Purchaser is entitled to unilaterally terminate the Shanghai Commodity Housing Pre-sale Contract: (i) the Vendor agrees that the difference between the provisional measured area and the actual measured area exceeds 5.00% (excluding 5.00%); (ii) the Vendor alters the type and direction of the Property without obtaining the Purchaser's consent, and such alteration affected the quality or usage function of the Property;

- (iii) the Vendor is unable to obtain the new commodity housing real estate ownership certificate within 60 days after the agreed date of obtaining the new commodity housing real estate ownership certificate;
- (iv) if the delay in penalty payment (which shall be paid by the Vendor when the Vendor fails to deliver the Property to the Purchaser before the agreed Delivery Date) exceeds 60 days;
- (v) if the Vendor is unable to deliver the Property to the Purchaser within 90 days after the expiration of the agreed Delivery Date;
- (vi) the main structure fails to meet the standards specified in the Shanghai Commodity Housing Pre-sale Contract; and
- (vii) after the delivery of the Property, if a qualified construction quality inspection agency in Shanghai verifies that the main structure is not up to standard.

Under the following circumstances, the Vendor is entitled to unilaterally terminate the Shanghai Commodity Housing Pre-sale Contract:

- (i) if the delay in penalty payment (which shall be paid by the Purchaser when the Purchaser fails to pay the Consideration in accordance with the payment schedule) exceeds 60 days.

Conditions to Completion:

The Purchaser and the Vendor shall sign the property delivery certificate within 60 days after the Vendor obtains the new commodity housing real estate ownership certificate. Within 60 days from the date of signing the property delivery certificate, the Purchaser and the Vendor shall complete the delivery inspection and acceptance of the Property, and carry out price declaration and transfer application procedure and the real estate ownership certificate application for the Property in accordance with the laws.

Completion:

Completion of the Acquisition shall take place when the Purchaser obtains the real estate ownership certificate of the Property, which shall be within 120 days after the Vendor obtains the new commodity housing real estate ownership certificate.

BASIS OF DETERMINATION ON THE CONSIDERATION

As the Property is a pre-sale first-hand property, the Consideration was determined by the Vendor with reference to various factors it takes into account when determining the selling price for its first-hand property, including but not limited to the cost of the development of the Property and the prevailing market value of comparable properties in nearby locations. The payment of the Consideration will be financed by internal resources of the Group.

REASONS FOR AND THE BENEFITS OF THE ACQUISITION

The Directors consider that the Acquisition is a good medium- to long-term investment for the Company. The Property is situated in Xuhui District, Shanghai, one of the core business and living areas in Shanghai, PRC. Shanghai is PRC's international hub for economy, finance, trade, shipping, and technological innovation. It possesses robust economic strength and tremendous development potential, offering a favorable investment environment. In view of the development near the Property and the development in Shanghai, the Directors are optimistic that there will be good potential for capital appreciation in the medium- to long-run. As such, the Directors believe that the Acquisition will be a good investment opportunity that will offer a reasonable rate of return for the Company.

In view of the above, the Directors (including the independent non-executive Directors) consider that the Shanghai Commodity Housing Pre-sale Contract is on normal commercial terms which are fair and reasonable, and the entering into the Shanghai Commodity Housing Pre-sale Contract is in the interest of the Company and the Shareholders as a whole.

INFORMATION ON THE PURCHASER AND THE COMPANY

The Company was incorporated under the laws of Cayman Islands on July 11, 2014 as an exempted company with limited liability. The principal activity of the Company is investment holding. The Group is principally engaged in the operation of general hospital and medical examination centers and clinics in the PRC.

The Purchaser is an indirect wholly-owned subsidiary of the Company, incorporated in the People's Republic of China with limited liability on April 10, 2009 and is principally engaged in examination service.

INFORMATION ON THE VENDOR

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Vendor is a company incorporated in the People's Republic of China with limited liability on July 13, 2000 and is principally engaged in property development. The Vendor is a wholly-owned subsidiary of Donghan Asset Investment Management Co., Ltd.* (東航資產投資管理有限公司) which in turn is a wholly-owned subsidiary of China Eastern Air Holding Company Limited (中國東方航空集團有限公司), a state-owned enterprise established in the PRC, which are Independent Third Parties.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Acquisition exceeds 5% but all of them are less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is therefore subject to the relevant notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

Unless the context otherwise requires, capitalised terms used in this announcement shall have the following meanings:

“Acquisition”	the acquisition by the Purchaser from the Vendor of the Property
“Board”	the board of Directors
“Company”	Rici Healthcare Holdings Limited (瑞慈醫療服務控股有限公司), a company incorporated under the laws of the Cayman Islands with limited liability on July 11, 2014 and the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited
“Completion Date”	the date on which completion of the Acquisition takes place when the Purchaser obtains the real estate ownership certificate of the Property and which shall be within 120 days after the Vendor obtains the new commodity housing real estate ownership certificate

“Consideration”	the consideration in the amount of RMB198,950,940 to be paid by the Purchaser to the Vendor in respect of the Acquisition
“Delivery Date”	the date on which the Property is delivered to the Purchaser which shall be before June 30, 2027
“Directors”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	the third party(ies) independent of the Company and its connected persons (as defined in the Listing Rules)
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“PRC”	The People’s Republic of China, which expression for the purpose of this announcement only, except where the context requires otherwise, does not include Hong Kong, the Macau Special Administrative Region and Taiwan
“Property”	the property located at Room 1_4 level, Level 1, Number 40, Building 13, Lane 377, Longqi Road, Shanghai, the PRC
“Purchaser”	Shanghai Rich Ruibo Clinic Co., Ltd. (上海瑞慈瑞鉑門診部有限公司), a company incorporated in the People’s Republic of China with limited liability on April 10, 2009 and an indirect wholly-owned subsidiary of the Company
“RMB”	Renminbi, the lawful currency of the PRC
“Shanghai Commodity Housing Pre-sale Contract”	the Shanghai commodity housing pre-sale contract entered into between the Purchaser and the Vendor in respect of the Acquisition on November 4, 2025

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Vendor”	Shanghai Donghang Property Co., Ltd.* (上海東航置業有限公司), a company incorporated in the People’s Republic of China with limited liability on July 13, 2000
“%”	per cent

* *For identification purpose only*

By Order of the Board
Rici Healthcare Holdings Limited
Fang Yixin
Chairman and Chief Executive Officer

Shanghai, the PRC, November 4, 2025

As at the date of this announcement, the Board comprises four executive Directors, namely Dr. Fang Yixin, Dr. Mei Hong, Mr. Fang Haoze and Ms. Lin Xiaoying; and three independent non-executive Directors, namely Dr. Wang Yong, Mr. Jiang Peixing and Ms. Wong Sze Wing.