PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

This announcement is made by Rici Healthcare Holdings Limited (the “Company”) pursuant to Rule 13.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, which requires the Company to make an announcement when the Controlling Shareholder of the Company has pledged all or part of its interest in the Company’s shares to secure the Company’s debts or to secure guarantees or other support of its obligations. References are made to the announcement of the Company dated November 8, 2017 (the “Announcement”) and the circular of the Company dated December 8, 2017 (the “Circular”) in relation to, among others, entering into the Investment Agreement for the establishment of the Joint Venture. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

The Company has been notified that, on January 26, 2018, Chelsea Grace, a Controlling Shareholder wholly-owned by Dr. Mei, pledged 88,200,000 ordinary shares in the issued share capital of the Company (the “Pledged Shares”) in favour of Ping An Health Technology Fund, as security for the Convertible Bonds issued by the Joint Venture with a principal amount of RMB75.0 million to Ping An Health Technology Fund pursuant to the Investment Agreement.

As at the date of this announcement, Chelsea Grace held 872,550,000 Shares, representing approximately 54.81% of the issued share capital of the Company, and the Pledged Shares represent approximately 5.54% of the issued share capital of the Company.

By Order of the Board
Rici Healthcare Holdings Limited
Fang Yixin
Chairman

Shanghai, the PRC, January 26, 2018

As at the date of this announcement, Dr. Fang Yixin, Dr. Mei Hong, Mr. Lu Zhenyu and Dr. Wang Weiping are the executive directors of the Company; Ms. Jiao Yan and Mr. Yao Qiyong are the non-executive directors of the Company; and Dr. Wang Yong, Ms. Wong Sze Wing and Mr. Jiang Peixing are the independent non-executive directors of the Company.