

HEALTHBANK HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Registration No. 201334844E)

PROPOSED PURCHASE OF AN AGGREGATE OF 28,966,000 ORDINARY SHARES BY PU GUOFEI FROM THE SUBSTANTIAL SHAREHOLDERS OF THE COMPANY, PURSUANT TO SALE AND PURCHASE AGREEMENTS ENTERED INTO ON 21 JANUARY 2026

1. INTRODUCTION

The board of directors (the “**Board**” or the “**Directors**”) of HealthBank Holdings Limited (the “**Company**”) wishes to announce that it has been notified by Mr. Peng Fei and Ms. Feng Li that they had on 21 January 2026 entered into sale and purchase agreements (“**SPAs**”), respectively, with Mr. Pu Guofei for the sale of 16,361,000 and 12,605,000 ordinary shares in the issued and paid-up share capital of the Company (the “**Shares**”) (“**Sale Shares**”), representing approximately 14.90% and 11.48% of the entire issued Shares respectively (the “**Shares Sale**”), based on the total number of 109,800,000 issued Shares, for a consideration of S\$1,194,353 and S\$920,165 respectively (collectively, the “**Total Consideration**”).

2. CHANGE IN INTEREST OF CONTROLLING SHAREHOLDERS

- 2.1. Upon completion of Shares Sale (the “**Completion**”), the interest of respective parties will be as follows:

	Shareholding interest immediately before Shares Sale		Shareholding interest immediately after Shares Sale	
Shareholder	Number of Shares held	%	Number of Shares held	%
Peng Fei	16,361,000	14.90	-	-
Feng Li	12,605,000	11.48	-	-
Pu Guofei	-	-	28,966,000	26.38

- 2.2. Subject to the Completion:

- (i) based on the information provided and to the best knowledge of the Board, Mr. Pu Guofei will acquire an aggregate of 28,966,000 Shares, representing approximately 26.38% of the entire issued Shares. Accordingly, Mr. Pu Guofei will become the controlling shareholder of the Company.
- (ii) Accordingly, Mr. Peng Fei and Ms. Feng Li will both cease to be substantial shareholders of the Company.

- 2.3. Further details as set out in the notification forms in respect of the changes in interests in securities pursuant to the Securities and Futures Act 2001 of Singapore (“**SFA**”) has been released separately via the SGXNet within the prescribed timeframe set out in the SFA.

3. BACKGROUND

3.1. Information on Mr. Pu Guofei

Based on the information provided, Mr. Pu Guofei is an entrepreneur, angel investor and business mentor with extensive experience in mobile internet ventures and corporate management consulting. He is the founder and Chief Executive Officer of several innovation and entrepreneurship platforms and currently serves as a partner of Asia-Pacific's AccelByte Fund. Mr. Pu Guo Fei has advised and provided management consulting services to numerous Fortune 500 companies, state-owned enterprises and listed companies.

3.2. Rationale for the Shares Sale

Based on the information provided and to the best knowledge of the Board, Mr. Peng Fei and Ms. Feng Li having reviewed their respective investment portfolio, intended to realise their investments in the Company via the Shares Sale. Mr. Peng Fei and Ms. Feng Li were introduced to Mr. Pu Guofei through business contacts. Mr. Pu Guofei entered into the SPAs purely for investment purposes only and is not acting in concert with any persons to obtain or consolidate control of the Company. He also has no intention of making any executive decisions for or participating in the day-to-day management of the Group.

The parties have, on a willing-buyer willing-seller basis, agreed on the Shares Sale.

3.3. Salient terms of the SPAs

Based on the information provided and to the best knowledge of the Board, the salient terms of the SPAs relating to the Share Sales acquired by Mr. Pu Guo Fei (save for the number of shares acquired and the purchase consideration) are set as follows:

(i) Conditions Precedent

Completion is subject to certain conditions precedent typical to transactions of a similar nature, including, *inter alia*, that the trading in the Shares on the SGX-ST not having been suspended at the completion date.

Subject to the satisfaction (or waiver) of the conditions precedents, completion is to be scheduled by the parties to the respective SPAs before the long-stop date of 1 February 2026, or such other date as the respective parties may agree in writing.

4. BOARD COMPOSITION

Whilst Mr. Peng Fei has sold his shares in the Company, he remains committed to the Company and will stay as an Executive Director and Chief Executive Office of the Company. Mr. Pu Guofei has expressed his interest in being considered to be appointed as a Non-Executive Director of the Company. Mr. Pu Guofei believes that, if appointed, he would able to leverage his diverse expertise to contribute fresh perspectives to the Board. Mr. Pu Guofei, however, understand that any such nomination will be submitted the Nominating Committee and the Board for their consideration and approval and subject to the continuing sponsor's satisfactory due diligence.

The Company will, in compliance with its obligations under the Catalist Rules, update its shareholders in due course.

5. FURTHER ANNOUNCEMENTS

The Company will make the appropriate announcements as and when there are material developments.

6. CAUTIONARY STATEMENT

Shareholders are advised to read this announcement and any further announcements by the Company carefully when dealing with the Shares and securities of the Company. Shareholders should consult their stockbrokers, solicitors or other professional advisors if they have any doubts about the actions they should take or when dealing with their Shares of the Company.

By Order of the Board
HealthBank Holdings Limited

Peng Fei
Executive Chairman and Chief Executive Officer
22 January 2026

This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). This announcement has not been examined or approved by Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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