

Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the prospectus dated November 18, 2013 (the “**Prospectus**”) issued by Phoenix Healthcare Group Co. Ltd (the “**Company**”).

The Company makes this announcement pursuant to Section 9(2) of the Securities and Future (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) (the “**Stabilizing Rules**”) and this announcement is for information purposes only and does not constitute an offer or an invitation by any person to acquire, purchase or subscribe for securities of the Company.

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PHOENIX  
HEALTHCARE  
GROUP  
鳳凰醫療集團

**Phoenix Healthcare Group Co. Ltd**  
**鳳凰醫療集團有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1515)

## STABILIZING ACTION AND END OF STABILIZATION PERIOD

The Company announces that the stabilization period in connection with the Global Offering ended on December 21, 2013.

The stabilizing actions undertaken by Goldman Sachs International, the Stabilizing Manager, during the stabilization period involved:

1. over-allocation of an aggregate of 30,136,000 Shares in the International Offering;
2. the borrowing of an aggregate of 30,136,000 Shares by the Stabilizing Manager from Speed Key Limited to cover over-allocation of Shares in the International Offering; and
3. the full exercise of the Over-allotment Option by the Joint Global Coordinators (on behalf of the International Purchasers) on December 1, 2013 in respect of an aggregate of 30,136,000 Shares at the Offer Price to facilitate the return to Speed Key Limited of 30,136,000 borrowed Shares which were used to cover over-allocation of Shares in the International Offering.

The Company makes this announcement pursuant to the Stabilizing Rules and announces that the stabilization period in connection with the Global Offering ended on December 21, 2013, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering.

The stabilizing actions undertaken by Goldman Sachs International, the Stabilizing Manager, during the stabilization period involved:

1. over-allocation of an aggregate of 30,136,000 Shares in the International Offering, representing approximately 15.0% of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option);
2. the borrowing of an aggregate of 30,136,000 Shares by the Stabilizing Manager from Speed Key Limited pursuant to the stock borrowing agreement dated November 8, 2013 entered into between Speed Key Limited and the Stabilizing Manager solely to cover over-allocation of shares in the International Offering. Such Shares have been returned and redelivered to Speed Key Limited in accordance with the terms of the such stock borrowing agreement; and
3. the full exercise of the Over-allotment Option by the Joint Global Coordinators (on behalf of the International Purchasers) on December 1, 2013 in respect of an aggregate of 30,136,000 Shares (the “**Over-allotment Shares**”), representing approximately 15.0% of the Offer Shares initially available under the Global Offering (before any exercise of the Over-allotment Option), to facilitate the return to Speed Key Limited of 30,136,000 borrowed Shares which were used to cover over-allocation of Shares in the International Offering. The Over-allotment Shares were sold by the Company at HK\$7.38 per Share (exclusive of brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering. Details of the exercise of the Over-allotment Option were more particularly disclosed in the announcement of the Company dated December 1, 2013.

The Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules that at least 25% of the Company’s total issued share capital must at all times be held by the public.

By order of the board of directors of  
**Phoenix Healthcare Group Co. Ltd**  
**Liang Hongze**  
*Chairman*

Hong Kong, December 23, 2013

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Liang Hongze, Ms. Xu Jie, Mr. Zhang Liang, Mr. Xu Zechang and Mr. Jiang Tianfan, as executive Directors; Mr. Yang Huisheng and Mr. Zhu Zhongyuan, as non-executive Directors; and Mr. Kwong Kwok Kong, Ms. Cheng Hong, Mr. Wang Bing and Mr. Sun Jianhua, as independent non-executive Directors.*