

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## SoftMedx Healthcare Limited

京玖醫療健康有限公司

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 648)

### **FULFILLMENT OF RESUMPTION GUIDANCE SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE**

**Due to an inadvertent clerical typo in the announcement of the Company uploaded on the website of the Stock Exchange at 4:36pm on 31 October 2025, please ignore the said version of the announcement and refer to this announcement instead.**

References are made to the announcements of SoftMedx Healthcare Limited (the “Company”, together with its subsidiaries, the “Group”) dated 27 November 2017, 31 July 2018, 21 and 22 April 2020, 4 December 2020 and 7 May 2021 and the announcement (“Resumption Announcement”) of the Company regarding fulfilment of the resumption conditions imposed by the Commission and resumption of trading published on the same date as this announcement. Terms used in this announcement shall have the same meaning as those defined in the above announcements.

#### **BACKGROUND**

On 27 November 2017, the Company announced that the Commission had issued a direction under section 8(1) of the Securities and Futures (Stock Market Listing) Rules (Cap. 571V) (“SMLR”) to suspend trading in the shares of the Company in both the original counter (code: 648) and the temporary counter (code: 2906) with effect from 9:00 a.m. on 27 November 2017.

On 31 July 2018, the Company announced that the Stock Exchange had imposed the following resumption guidance for resumption of trading in the shares of the Company: (i) publication of all outstanding financial results in accordance with the Listing Rules and addressing any audit modifications; and (ii) announcing all material information for the Company’s shareholders and other investors to appraise the Company’s position. On 21 and 22 April 2020, the Company announced that the Stock Exchange had decided to withhold exercising its right to delist the Company under Rule 6.01A(2)(b)(i) of the Listing Rules pending further developments of the Company’s submission to the Commission. On 4 December 2020, the Company announced that it was informed by the Stock Exchange that as an additional resumption guidance, the Company was required to demonstrate compliance with Rule 13.24 of the Listing Rules. On 7 May 2021, the Company announced that the

Stock Exchange had imposed an additional resumption guidance to require the Company to re-comply with Rules 3.10(1) and 3.21 of the Listing Rules.

## **RESUMPTION GUIDANCE IMPOSED BY THE STOCK EXCHANGE**

In summary, the Stock Exchange has imposed the following resumption guidance (“Resumption Guidance”) for resumption of trading in the shares of the Company:

- (i) publication of all outstanding financial results in accordance with the Listing Rules and addressing any audit modifications;
- (ii) demonstration of the Company’s compliance with Rule 13.24 of the Listing Rules;
- (iii) re-compliance with Rules 3.10(1) and 3.21 of the Listing Rules; and
- (iv) announcement of all material information for the Company’s shareholders and other investors to appraise the Company’s position.

The Company is pleased to inform the Company’s shareholders and potential investors that, as at the date of this announcement, the Company has fulfilled the Resumption Guidance, the details of which are set out below:-

**(i) Publication of all outstanding financial results in accordance with the Listing Rules and addressing any audit modifications**

The Company has published all outstanding financial results, including on 25 March 2025, publication of its annual results announcement for the year ended 31 December 2024, on which the Company’s auditors had rendered an unqualified opinion, and on 18 August 2025, publication of its interim results announcement for the six months ended 30 June 2025. Subsequently, the Company has published the annual report and the interim report for the above periods, respectively.

As at the date of this announcement, the Company does not have any outstanding financial results required to be published under the Listing Rules or any unaddressed audit modifications. Accordingly, the Company is of the opinion that this Resumption Guidance (i) has been fulfilled.

**(ii) Demonstration of the Company’s compliance with Rule 13.24 of the Listing Rules**

Business Operations

The Group is principally engaged in the medical and well-being business for distribution of medical and healthcare equipment and products in Hong Kong. The Group’s revenue comprises income from sale of devices and consumable products and provision of supportive services. The Group is currently the authorized distributor of ten equipment providers from Asia, Europe and the United States and covers a wide range of devices and consumable products including workstations, precision tools, electrosurgical and surgical laser systems, anaesthesia stations, ultrasound systems, aspiration systems, imaging systems, suction and

compression systems, infection control and disposables, cleaning and maintenance consumables.

The Group's revenue for the medical and well-being business in 2024 was HK\$54.6 million with a segment profit of HK\$12.3 million, representing growth of 6.4% and 8.5% from HK\$51.3 million and HK\$11.3 million in 2023, respectively. For the six months ended 30 June 2025, the Group recorded revenue of HK\$35.7 million with a segment profit of HK\$8.7 million and has turned around to a net profit attributable to shareholders of HK\$3.4 million.

The Group has maintained a diversified clientele of more than 100 customers including Hong Kong government departments, hospitals and clinics in the public and private sectors with its largest customer being the Hong Kong government.

### Financial Position

The Company conducted a debt restructuring by way of scheme of arrangement to improve its financial and business positions. The scheme was sanctioned by the High Court of Hong Kong in 2023 and implemented in 2024. Following discharging of its debts under the scheme, the Group has turned around from net liabilities as at 31 December 2023 to a net asset position as at 31 December 2024. As at 31 December 2024, the total assets and net asset value of the medical and well-being business segment of the Group were improved to HK\$50.4 million and HK\$18.7 million, respectively.

The Group's working capital for its business operations is mainly financed by deposits received from customers, banking facilities and profits generated from the business. The Board is of the view that the Company has sufficiency of working capital for its operations for the next 12 months.

In addition, the Company forecasts that its revenue for the year ending 31 December 2025 will be not less than HK\$60 million, improving further from HK\$54.6 million in year 2024. This forecast is supported by a favourable outlook as disclosed in the Company's interim report for the six months ended 30 June 2025 that the medical devices market in Hong Kong has been growing since 2022 and is projected to expand at a rate of 8.3% in 2025 and would continue to grow at a compounded annual growth rate of 7.6% between 2025 and 2030 driven by factors such as local special circumstances, consumer preference for high quality and latest technology, and the well-developed local healthcare system.

Given that its financial position has significantly improved, the Group now has the resources to further invest in and expand its operations. The Group will continue to expand its authorised distributorships to broaden product offerings to meet wider needs of existing and potential customer base. Accordingly, it anticipates continued growth in sales revenue and sales volume in the coming years. At the same time, the Group's service income from repair, maintenance, spare parts replacement and technical support has been gaining weight in revenue composition as its clientele continues to grow. The higher margin services are a strategic focus for the Group's long-term stable and recurring profitability.

Looking ahead, the Group will remain focused on the organic growth of its principal businesses. It will leverage its industry experience, customer relationships, technical proficiency and significantly improved financial position to enhance business processes, increase market penetration, expand product sources and broaden customer reach. The Company is confident in its ability to maintain its market position, sustain growth and deliver high quality and reliable services to customers and that the business will continue to grow with a stable level of profitability.

Given the above, the Company has shown that it maintains a viable and sustainable business with a stable and reasonable level of profitability, and a sufficient level of operations and assets of sufficient value to support its operations to meet the requirements of Rule 13.24 of the Listing Rules and warrant the continued listing of its shares on the Stock Exchange. Accordingly, the Company is of the opinion that this Resumption Guidance (ii) has been fulfilled.

**(iii) Re-compliance with Rules 3.10(1) and 3.21 of the Listing Rules**

As at the date of this announcement, the Company's board and audit committee have three independent non-executive directors, including Mr. Yiu Chun Wing, the chairperson of the audit committee and a member of the Hong Kong Institute of Certified Public Accountants, and Mr. Ngok Ho Wai, a member of the audit committee, a fellow member of the Hong Kong Institute of Certified Public Accountants and a member of CPA Australia.

Accordingly, the Company is of the opinion that it has complied with Rules 3.10(1) and 3.21 of the Listing Rules and this Resumption Guidance (iii) has been fulfilled.

**(iv) Announcement of all material information for the Company's shareholders and other investors to appraise the Company's position**

Since the suspension of trading in its shares, the Company has periodically published announcements on material information and developments of the Group to enable its shareholders and other investors to appraise its position. To the best knowledge of the Board, other than this announcement and the Resumption Announcement, there is no other undisclosed information that is material for the Company's shareholders and other investors to appraise the Company's position. The Company will continue to keep its shareholders and potential investors informed of any material developments by making further announcement(s) as and when appropriate and in accordance with the Listing Rules and other applicable regulatory requirements.

Accordingly, the Company is of the opinion that this Resumption Guidance (iv) has been fulfilled.

Based on the above, the Company considered that it has fulfilled the Resumption Guidance as at the date of this announcement.

## RESUMPTION OF TRADING

The Commission has notified the Stock Exchange that trading in the shares of the Company, both the original counter (code: 648) and the temporary counter (code: 2906), on the Stock Exchange will be permitted to recommence pursuant to section 9(3) of SMLR with effect from 9:00 a.m. on 4 November 2025. Please refer to the Resumption Announcement for details.

## SHARE CONSOLIDATION AND CHANGE IN BOARD LOT SIZE

Reference is made to the circular of the Company dated 1 November 2017 relating to (i) the share consolidation for every twenty then ordinary shares (“Old Shares”) into one consolidated share (“Consolidated Share”) and (ii) the change in board lot size from 2,500 Old Shares to 5,000 Consolidated Shares which had become effective on 20 November 2017 and the announcement of the Company dated 27 November 2017 on suspension of trading in the shares of the Company in both the original counter (code: 648) and the temporary counter (code: 2906).

### Timetable

The timetable for the trading arrangements in respect of the share consolidation and the change in board lot size is revised as follow:

Original counter (code: 648) for trading in the Consolidated Shares in new board lots of 5,000 Consolidated Shares (in the form of new share certificates) re-opens .....	9:00 a.m. on Tuesday, 4 November 2025
Temporary counter (code: 2906) for trading in the Consolidated Shares in board lots of 125 Consolidated Shares (in the form of existing share certificates) re-opens.....	9:00 a.m. on Tuesday, 4 November 2025
Parallel trading in the Consolidated Shares (in the form of new share certificates and existing share certificates) commences .....	9:00 a.m. on Tuesday, 4 November 2025
Designated broker starts to stand in the market to provide matching services for odd lots of the Consolidated Shares .....	9:00 a.m. on Tuesday, 4 November 2025
Designated broker ceases to stand in the market to provide matching services for odd lots of the Consolidated Shares.....	4:00 p.m. on Monday, 24 November 2025

Temporary counter (code: 2906) for trading  
in the Consolidated Shares in board lots of  
125 Consolidated Shares (in the form of  
existing share certificates) closes ..... 4:10 p.m. on Monday,  
24 November 2025

Parallel trading in the Consolidated Shares  
(in the form of new share certificates  
and existing share certificates) closes ..... 4:10 p.m. on Monday,  
24 November 2025

Last day for free exchange of  
existing share certificates of Old Shares for  
new share certificates ..... Wednesday, 26 November 2025

In the event that any special circumstances arise, the Company may extend, or make adjustment to, the above timetable if it considers appropriate. Any adjustment to the expected timetable will be published as and when appropriate.

### **Arrangement on odd lot trading**

In order to facilitate the trading of odd lots (if any) of the Consolidated Shares arising from the share consolidation, the Company has appointed Ceba Alliance Securities Limited to provide matching service, on a best effort basis, to those shareholders who wish to acquire odd lots of the Consolidated Shares to make up a full board lot, or to dispose of their holding of odd lots of the Consolidated Shares during the period from 9:00 a.m. on Tuesday, 4 November 2025 to market closing time on Monday, 24 November 2025 (both days inclusive). Shareholders who wish to use such matching services should contact Mr. Kwan of Ceba Alliance Securities Limited at Flat B, 7/F, Winbase Centre, 208 Queen's Road Central, Hong Kong or at the telephone number (852) 3102 4088 during office hours in such period.

Shareholders should note that successful matching of the sale and purchase of odd lots of the Consolidated Shares is not guaranteed. Shareholders who are in any doubt about the odd lots trading arrangement are recommended to consult their own professional advisers.

### **Exchange of share certificates**

Shareholders of the Company may continue to submit their share certificates in light yellow colour for the Old Shares to the Company's share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in exchange, at the expenses of the Company, for new share certificates in light gold colour for the Consolidated Shares up to Wednesday, 26 November 2025. Thereafter, certificates for the Old Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may be specified by the Stock Exchange from time to time) for each share certificate cancelled or issued, whichever number of certificates cancelled/issued is higher. After 4:10 p.m. on Monday, 24 November 2025, trading will only be in Consolidated Shares and share certificates for the Old Shares will remain effective as documents of title and may be exchanged for share certificates for Consolidated Shares at any time but will not be accepted for delivery, trading and settlement purposes.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

For and on behalf of the board of  
**SoftMedx Healthcare Limited**  
Lam Sung Him Gaston  
Company Secretary

Hong Kong, 31 October 2025

*As at the date of this announcement, the board of the Company comprises Mr. Lin Pinzhuo as executive director; and Mr. Ngok Ho Wai, Ms. Tang Cuihuen and Mr. Yiu Chun Wing as independent non-executive directors.*