

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

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Quality HealthCare Asia Limited.*

## **UNCONDITIONAL MANDATORY CASH OFFERS BY**



# **SUN HUNG KAI INTERNATIONAL LIMITED**

**for and on behalf of**

## **WAH CHEONG DEVELOPMENT (B.V.I.) LIMITED**

*(Incorporated in the British Virgin Islands with limited liability)*

**a direct wholly-owned subsidiary of  
SUN HUNG KAI & CO. LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 86)**

**for all the issued shares and outstanding warrants of,  
and for cancellation of all outstanding share options granted by,  
QUALITY HEALTHCARE ASIA LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 593)**

**(other than shares and warrants already owned or agreed to be acquired by  
WAH CHEONG DEVELOPMENT (B.V.I.) LIMITED  
or parties acting in concert with it)**

## **DESPATCH OF OFFER DOCUMENT**

Reference is made to the joint announcement of AGL, APL, SHK and the Offeror dated 5th October, 2006, in relation to the Offers. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the offer document (the "Offer Document") despatched to the Shareholders, Warranholders and Share Option Holders on 26th October, 2006.

The Offeror wishes to announce that an Offer Document containing terms and details of the Offers, together with the accompanying Forms of Acceptance were despatched to the Shareholders, the Warranholders and the Share Option Holders on 26th October, 2006.

The latest time for acceptance of the Offers is 4:00 p.m. on Thursday, 23rd November, 2006. The Offers, which are unconditional, will close on Thursday, 23rd November, 2006. Unless the Offers have previously been revised or extended with the consent of the Executive, the Offeror has no intention to extend the Offers under any circumstances, including the situation where the response document is not despatched by the Company on or before 9th November, 2006 in accordance with the requirement of the Takeovers Code as mentioned below.

The Company is required under the Takeovers Code to despatch to the Shareholders, the Warranholders and the Share Option Holders a response document within 14 days from the posting of the Offer Document. **Shareholders, Warranholders and Share Option Holders are strongly encouraged to wait for such response document, which will contain, amongst other things, the recommendation of the independent board committee of the Company in connection with the Offers and the advice of the independent financial adviser to the independent board committee of the Company in connection with the Offers, before deciding whether to accept the Offers.**

An announcement on the result of the Offers will be posted on the website of the Stock Exchange by 7:00 p.m. on Thursday, 23rd November, 2006. Such announcement will be published in the newspapers in Hong Kong on Friday, 24th November, 2006.

As at the date of this announcement, the directors of the Offeror are Mr. Joseph Tong Tang and Mr. Leung King Yuen.

On behalf of the Board  
**Wah Cheong Development (B.V.I.) Limited**  
**Joseph Tong Tang**  
*Director*

Hong Kong, 26th October, 2006

*The directors of Wah Cheong Development (B.V.I.) Limited jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration, and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

“Please also refer to the published version of this announcement in The Standard.”