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溫州康寧醫

nzhou Kangning Hospital Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)

Stock code: 2120

**ANNOUNCEMENT
POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2022
ELECTION OF DIRECTORS OF THE FOURTH SESSION OF THE BOARD
ELECTION OF SUPERVISORS OF THE FOURTH SESSION
OF THE SUPERVISORY COMMITTEE
AND
RETIREMENT OF THE DIRECTOR**

The annual general meeting (the “AGM”) of Wenzhou Kangning Hospital Co., Ltd. (the “Company”) for the year 2022 was held at Conference Room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the PRC, at 9:00 a.m. on Friday, June 9, 2023. Unless otherwise specified, capitalized terms in this announcement shall have the same meanings as those defined in the circular of the Company dated May 11, 2023 (the “Circular”).

RESOLUTIONS OF THE AGM

The AGM was convened by the Board and chaired by Mr. GUAN Weili, the chairman of the Board. Among the six Directors of the Company who are currently holding offices, their attendance record at the AGM was as follows:

- Mr. GUAN Weili, Ms. WANG Lianyue, Mr. LI Changhao and Ms. ZHONG Wentang attended the AGM in person; and
- Mr. QIN Hao and Mr. LIU Ning were unable to attend the AGM due to other conflicting work schedules.

All the proposed resolutions set out in the Circular were passed by way of poll. There were no restrictions on any Shareholders to cast votes on the resolutions at the AGM; there were no Shareholders whose Shares entitled the holders to attend the AGM but required the holders to abstain from voting in favor of any of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules, nor were there any Shareholders that shall be required to abstain from voting under the Hong Kong Listing Rules; none of the Shareholders has indicated in the Circular that he/she/it intended to vote against or to abstain from voting on any of the resolutions. The convening, holding and the voting method of the AGM complied with applicable laws and regulations, including the Company Law of the People's Republic of China and the Articles.

For details of the resolutions considered at the AGM, Shareholders may refer to the Circular.

POLL RESULTS OF THE AGM

The total number of the Shares in issue as at the date of the AGM was 74,600,300 Shares, which was the total number of Shares entitling the holders to attend and vote for, against or abstain from voting on the resolutions proposed at the AGM. Shareholders and their proxies holding an aggregate of 56,728,400 voting Shares attended the AGM, representing 76.04% of the total voting Shares.

ORDINARY RESOLUTIONS		Number of votes for (%)	Number of votes against (%)	Number of votes abstained (%)
9.	To consider and approve the proposed election of Mr. GUAN Weili as an executive Director of the fourth session of the Board of the Company	55,699,000 (98.185389%)	1,029,400 (1.814611%)	0 (0.000000%)
10.	To consider and approve the proposed election of Ms. WANG Lianyue as an executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
11.	To consider and approve the proposed election of Mr. WANG Jian as an executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
12.	To consider and approve the proposed election of Mr. QIN Hao as a non-executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
13.	To consider and approve the proposed election of Mr. LI Changhao as a non-executive Director of the fourth session of the Board of the Company	55,699,000 (98.185389%)	1,029,400 (1.814611%)	0 (0.000000%)
14.	To consider and approve the proposed election of Ms. ZHONG Wentang as an independent non-executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
15.	To consider and approve the proposed election of Ms. JIN Ling as an independent non-executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
16.	To consider and approve the proposed election of Mr. CHAN Sai Keung as an independent non-executive Director of the fourth session of the Board of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)

ORDINARY RESOLUTIONS		Number of votes for (%)	Number of votes against (%)	Number of votes abstained (%)
17.	To consider and approve the proposed election of Mr. XU Yongjiu as a shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
18.	To consider and approve the proposed election of Ms. ZHANG Yue as a shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
19.	To consider and approve the proposed election of Mr. QIAN Chengliang as an independent Supervisor of the fourth session of the Supervisory Committee of the Company	56,728,400 (100.000000%)	0 (0.000000%)	0 (0.000000%)
SPECIAL RESOLUTIONS		Number of votes for (%)	Number of votes against (%)	Number of votes abstained (%)
20.	To consider and approve the proposed grant of a general mandate to the Board to issue additional H Shares of the Company	45,859,641 (80.840709%)	10,868,759 (19.159291%)	0 (0.000000%)
21.	To consider and approve the proposed grant of a general mandate to the Board to issue additional Domestic Shares of the Company	46,889,041 (82.655321%)	9,839,359 (17.344679%)	0 (0.000000%)

Computershare Hong Kong Investor Services Limited (the H Share registrar of the Company) acted as the scrutineer for the vote-taking at the AGM.

ELECTION OF DIRECTORS OF THE FOURTH SESSION OF THE BOARD

As approved by Shareholders at the AGM, Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian were elected as the executive Directors of the fourth session of the Board, Mr. QIN Hao and Mr. LI Changhao were elected as the non-executive Directors of the fourth session of the Board, Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung were elected as the independent non-executive Directors of the fourth session of the Board.

Please refer to the Circular for biographical details and relevant information of the above Directors. As of the date of this announcement, there has been no change of such information.

Save as disclosed in the Circular, the above Directors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, save as disclosed in the Circular, they have no interest in any Share of the Company within the meaning of Part XV of Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The above Directors have never been subject to any penalties by the China Securities Regulatory Commission or other relevant securities regulatory authorities or stock exchanges. As at the date of this announcement, save as disclosed above, none of the above Directors has any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and they are not/were not involved in any of the matters required to be disclosed pursuant to the aforesaid requirements, and there is no other matter that needs to be brought to the attention of the Shareholders.

The term of office of the fourth session of the Board is three years. The term of office for these executive Directors, non-executive Directors and independent non-executive Directors will take effect from June 9, 2023 until the expiration of the term of office of the fourth session of the Board, and they shall be eligible for re-election upon expiry of the term.

The Company will enter into a service contract with each of the above Directors. During their term of office, Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian will not receive remuneration in their capacity as executive Directors after being elected, but will receive remuneration based on their specific management positions in the Company and the remuneration they receive will be in accordance with the relevant remuneration system of the Company, which mainly includes basic salary, social insurance and annuity, welfare benefits, etc.; Mr. QIN Hao and Mr. LI Changhao will not receive any remuneration from the Company in their capacity as non-executive Directors after being elected; the Director's fee of Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung after being elected shall be determined based on the recommendation of the Remuneration Committee of the Company after taking into full account of factors such as the remuneration level of independent non-executive Directors in the PRC companies with the scale and nature of business similar to those of the Company. For details, please refer to the annual report to be published by the Company in due course.

The first meeting of the fourth session of the Board was held on the same day and resolved to elect Mr. GUAN Weili as the chairman of the fourth session of the Board, and resolved to appoint the chairman and members of each special committee under the fourth session of the Board as follows:

1. Audit Committee

Members: Ms. ZHONG Wentang (*chairman*), Mr. LI Changhao, Ms. JIN Ling

2. Remuneration Committee

Members: Ms. JIN Ling (*chairman*), Ms. ZHONG Wentang, Mr. CHAN Sai Keung

3. Nomination Committee

Members: Mr. CHAN Sai Keung (*chairman*), Ms. JIN Ling, Mr. GUAN Weili

4. Strategy and Risk Management Committee

Members: Mr. GUAN Weili (*chairman*), Mr. QIN Hao, Ms. ZHONG Wentang

ELECTION OF SUPERVISORS OF THE FOURTH SESSION OF THE SUPERVISORY COMMITTEE

As approved by Shareholders at the AGM, Mr. XU Yongjiu and Ms. ZHANG Yue were elected as the shareholder representative Supervisors of the fourth session of the Supervisory Committee, and Mr. QIAN Chengliang was elected as the independent Supervisor of the fourth session of the Supervisory Committee.

Please refer to the Circular for biographical details and relevant information of the above Supervisors. As of the date of this announcement, there has been no change of such information.

Save as disclosed in the Circular, the above Supervisors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, save as disclosed in the Circular, they have no interest in any Share of the Company within the meaning of Part XV of Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The above Supervisors have never been subject to any penalties by the China Securities Regulatory Commission or other relevant securities regulatory authorities or stock exchanges. As at the date of this announcement, save as disclosed above, none of the above Supervisors has any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and they are not/were not involved in any of the matters required to be disclosed pursuant to the aforesaid requirements, and there is no other matter that needs to be brought to the attention of the Shareholders.

The fourth session of the Supervisory Committee also comprises two employee representative Supervisors who were elected at the latest employee representatives meeting of the Company, namely Mr. XU Ning and Mr. XIE Tiefan. The biographical details of Mr. XU Ning and Mr. XIE Tiefan are set out below:

Mr. XU Ning (許寧), aged 49, is currently the president of administration and the president of the public relations department of the Company. He is primarily responsible for the administration and brand building of the Company. Mr. XU joined the Company in March 2016. He acted as the deputy head of office from March 2016 to October 2016, primarily responsible for the supervision of office daily operation. From November 2016 to December 2017, he served as the head of the personnel section, primarily responsible for staff evaluation and staff recruitment and deployment. He served as the vice president of the human resources department of the Company from January 2018 to June 2022. Mr. XU acted as the vice president of the branding department of the Company from January 2022 to February 2023, and concurrently acted as the vice president of administration from June 2022 to February 2023. He was appointed as the executive president and the president of public relations department in March 2023. Prior to joining the Company, he worked with Wenzhou TV Station (溫州電視台) successively as a news reporter at the news department of the news and general channel, producer of “Wenzhou News” (《溫州新聞聯播》), producer at the special feature department from September 1998 to February 2016, during which he was primarily responsible for news reporting and editing.

Mr. XU graduated from Beijing Broadcasting Institute (北京廣播學院) in July 1998 with a bachelor’s degree of arts. He received the professional qualification of first class human resources manager (一級人力資源管理師) from the Ministry of Human Resources and Social Security in February 2018.

Mr. XIE Tiefan (謝鐵凡), aged 43, joined the Company in May 2000 and currently serves as material purchasing department manager, primarily responsible for equipment purchase and management. From May 2000 to August 2017, he held a variety of positions in the Company including the deputy director of the information department, the deputy director of the equipment department and the director of the equipment department. He was appointed as material purchasing department manager in September 2017.

Mr. XIE graduated from the Open University of China (中央廣播電視大學) in Beijing with an associate degree in finance in December 2004. He graduated from Jinggangshan University in Jiangxi Province (江西省井崗山大學) with a bachelor’s degree in biomedical engineering in January 2016. Mr. XIE was accredited as assistant engineer by the Wenzhou Municipal Bureau of Personnel (溫州市人事局) in December 2007.

Save as disclosed above, the above employee representative Supervisors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, save as disclosed above, they have no interest in any Share of the Company within the meaning of Part XV of Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). The above employee representative Supervisors have never been subject to any penalties by the China Securities

Regulatory Commission or other relevant securities regulatory authorities or stock exchanges. As at the date of this announcement, save as disclosed above, none of the above Supervisors has any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the