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**HONG KONG HEALTH CHECK AND LABORATORY HOLDINGS COMPANY LIMITED**

**香港體檢及醫學診斷控股有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock Code: 397)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
AND SPECIAL GENERAL MEETINGS HELD ON 28 AUGUST 2009;  
(2) RETIREMENT OF DIRECTORS; AND  
(3) CHANGE OF COMPANY SECRETARY**

**POLL RESULTS**

All the resolutions as set out in the respective notices of the AGM, the Refreshment SGM and the Placing SGM were duly passed by the Shareholders by way of poll today.

**RETIREMENT OF DIRECTORS**

Dr. Hui Ka Wah, Ronnie *JP* and Mr. Siu Kam Chau retired as executive Directors with effect from the conclusion of the AGM.

**CHANGE OF COMPANY SECRETARY**

With effect from 28 August 2009, Mr. Siu Kam Chau resigned as the company secretary of the Company and ceased to be an authorised representative of the Company for the purpose of the Listing Rules. Mr. Lam Chun Kei has been appointed as the company secretary and an authorised representative of the Company for the purpose of the Listing Rules with effect from 28 August 2009.

**POLL RESULTS**

**Annual general meeting of the Company held at 9:00 a.m. on 28 August 2009 (“AGM”)**

The board of directors (“**Board**”) of Hong Kong Health Check and Laboratory Holdings Company Limited (“**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that all the resolutions as set out in the notice of the AGM were duly passed as ordinary resolutions by the shareholders of the Company (“**Shareholders**”) by way of poll at the AGM.

As at the date of the AGM, there were a total of 369,652,486 shares of HK\$0.01 each of the Company (“Shares”) in issue. None of the Shareholders were required to abstain from voting in favour of any of the resolutions proposed at the AGM. As such, there were a total of 369,652,486 Shares, representing 100% of the issued share capital of the Company as at the date of the AGM, entitling Shareholders to attend and vote for or against the resolutions at the AGM. None of the Shareholders were entitled to attend and vote only against the resolutions at the AGM.

Full text of the resolutions is set out in the notice of the AGM. The poll results for those resolutions are as follows:

| ORDINARY RESOLUTIONS |  | NUMBER OF SHARES (%)   |                        |
|----------------------|--|------------------------|------------------------|
|                      |  | FOR                    | AGAINST                |
| 1.                   | To receive and approve the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2009.      | 52,348,097<br>(100%)   | 0<br>(0%)              |
| 2(a).                | To re-elect Mr. Lee Chik Yuet as Director.   | 49,056,097<br>(93.71%) | 3,292,000<br>(6.29%)   |
| 2(b).                | To re-elect Dr. Cho Kwai Chee as Director.   | 52,348,097<br>(100%)   | 0<br>(0%)              |
| 2(c).                | To authorise the Board to fix their remuneration.  | 52,348,097<br>(100%)   | 0<br>(0%)              |
| 3.                   | To re-appoint the Company’s auditors and authorise the Board to fix their remuneration.  | 52,348,097<br>(100%)   | 0<br>(0%)              |
| 4.                   | To grant a general mandate to the Directors to allot, issue and otherwise deal with the Shares.  | 39,056,097<br>(74.61%) | 13,292,000<br>(25.39%) |
| 5.                   | To grant a general mandate to the Directors to purchase the Shares.  | 52,348,097<br>(100%)   | 0<br>(0%)              |
| 6.                   | To add the nominal amount of the Shares repurchased by the Company to the mandate granted to the Directors under resolution numbered 4 set out in the notice of the AGM. | 39,056,097<br>(74.61%) | 13,292,000<br>(25.39%) |

*Note:* The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the AGM in person, by corporate representative or by proxy.

Tricor Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the AGM.

### **Special general meeting of the Company held at 10:00 a.m. on 28 August 2009 (“Refreshment SGM”)**

The Board is pleased to announce that the resolution to approve the refreshment of the 10% general limit under the share option scheme of the Company (“**Refreshment Resolution**”) was duly passed as an ordinary resolution by the Shareholders by way of poll at the Refreshment SGM.

As at the date of the Refreshment SGM, there were a total of 369,652,486 Shares in issue. None of the Shareholders were required to abstain from voting in favour of the Refreshment Resolution. As such, there were a total of 369,652,486 Shares, representing 100% of the issued share capital of the Company as at the date of the Refreshment SGM, entitling Shareholders to attend and vote for or against the Refreshment Resolution at the Refreshment SGM. None of the Shareholders were entitled to attend and vote only against the Refreshment Resolution at the Refreshment SGM.

Full text of the Refreshment Resolution is set out in the notice of the Refreshment SGM. The poll result for the Refreshment Resolution is as follow:

| <b>ORDINARY RESOLUTION</b>           | <b>NUMBER OF SHARES (%)</b> |                        |
|--------------------------------------|-----------------------------|------------------------|
|                                      | <b>FOR</b>                  | <b>AGAINST</b>         |
| To approve the Proposed Refreshment. | 49,056,097<br>(82.18%)      | 10,636,000<br>(17.82%) |

*Note:* The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the Refreshment SGM in person, by corporate representative or by proxy.

Tricor Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the Refreshment SGM.

### **Special general meeting of the Company held at 10:30 a.m. on 28 August 2009 (“Placing SGM”)**

The Board is pleased to announce that the resolutions as set out in the notice of the Placing SGM (“**Placing Resolutions**”) were duly passed as ordinary resolutions by the Shareholders by way of poll at the Placing SGM.

As at the date of the Placing SGM, there were a total of 369,652,486 Shares in issue. Save for Atlantis Investment Management Limited, one of the placees for the fully underwritten placing Shares, who held 10,000,000 Shares as at the date of the Placing SGM and who abstained from voting in respect of the resolution numbered 1 concerning the Fully Underwritten Placing (as defined below) as set out in the notice of the Placing SGM, none of the Shareholders were required to abstain from voting in favour of the Placing Resolutions.

As such, (i) there were a total of 359,652,486 Shares, representing approximately 97.29% of the issued share capital of the Company as at the date of the Placing SGM, entitling Shareholders to attend and vote for or against resolution numbered 1 concerning the Fully Underwritten Placing as set out in the notice of the Placing SGM at the Placing SGM; and (ii) there were a total of 369,652,486 Shares, representing 100% of the issued share capital of the Company as at the date of the Placing SGM, entitling Shareholders to attend and vote for or against resolution numbered 2 concerning the best effort placing as set out in the notice of the Placing SGM at the Placing SGM. None of the Shareholders were entitled to attend and vote only against the Placing Resolutions at the Placing SGM.

Full text of the Placing Resolutions is set out in the notice of the Placing SGM. The poll results for the Placing Resolutions are as follow:

| ORDINARY RESOLUTIONS |  | NUMBER OF SHARES (%)   |                       |
|----------------------|--|------------------------|-----------------------|
|                      |  | FOR                    | AGAINST               |
| 1.                   | To consider and approve the placing, on a underwritten basis, of a total of 232,500,000 new Shares and the allotment and issue of such Shares (“ <b>Fully Underwritten Placing</b> ”). | 49,056,097<br>(86.98%) | 7,344,000<br>(13.02%) |
| 2.                   | To consider and approve the placing, on a best effort basis, of a maximum of 134,400,000 new Shares and the allotment and issue of such Shares.  | 49,056,097<br>(86.98%) | 7,344,000<br>(13.02%) |

*Note:* The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders who attended and voted at the Placing SGM in person, by corporate representative or by proxy.

Tricor Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking at the Placing SGM.

## RETIREMENT OF DIRECTORS

The Board also announces that Dr. Hui Ka Wah, Ronnie *JP* (“**Dr. Hui**”) and Mr. Siu Kam Chau (“**Mr. Siu**”) retired as executive directors of the Company (“**Directors**”) with effect from the conclusion of the AGM. Dr. Hui and Mr. Siu decided not to stand for re-election as Directors at the AGM due to other business commitments which require more of their dedication.

Each of Dr. Hui and Mr. Siu has confirmed that he has no disagreement with the Board and is not aware of any matter in connection with his retirement that needs to be brought to the attention of the Shareholders.

The Board would like to extend its gratitude to Dr. Hui and Mr. Siu for their invaluable efforts and contributions to the Company during their term of appointment and offers its best wishes to them.

## CHANGE OF COMPANY SECRETARY

With effect from 28 August 2009:

- (1) Mr. Siu resigned as the company secretary of the Company and ceased to be an authorised representative of the Company for the purpose of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”); and
- (2) Mr. Lam Chun Kei (“**Mr. Lam**”) has been appointed as the company secretary and an authorised representative of the Company for the purpose of the Listing Rules.

Mr. Lam, aged 34, joined the Group in August 2007 is currently the financial controller of the Group. Mr. Lam holds a bachelor degree in Accountancy from the City University of Hong Kong. He is a fellow member of the Association of Chartered Certified Accountants and a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants. Mr. Lam has over 11 years of experience in accounting, auditing and financial management and previously worked in an international accounting firm and a listed group.

By Order of the Board  
**Hong Kong Health Check and  
Laboratory Holdings Company Limited**  
**Fung Yiu Tong, Bennet**  
*Chairman*

Hong Kong, 28 August 2009

*At the date of this announcement, the executive Directors are Dr. Fung Yiu Tong, Bennet, Mr. Lee Chik Yuet, Dr. Cho Kwai Chee, Mr. Cho Kwai Yee, Kevin and Miss Choi Ka Yee, Crystal and the independent non-executive Directors are Mr. Chan Chi Yuen, Mr. Lo Chun Nga and Mr. Chik Chi Man.*

\* *for identification purpose only*