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Hygeia Healthcare Holdings Co., Limited

海吉亚医疗控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6078)

CHANGE OF JOINT COMPANY SECRETARY AND CHANGE IN AUTHORIZED REPRESENTATIVE AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

The Board hereby announces that, with effect from January 25, 2021:

1. Ms. Yeung Ching Man has resigned as the Joint Company Secretary and Authorized Representative of the Company; and
2. Mr. Lau Kwok Yin has been appointed as the Joint Company Secretary and Authorized Representative of the Company.

CHANGE OF JOINT COMPANY SECRETARY AND CHANGE IN AUTHORIZED REPRESENTATIVE

The board (the “**Board**”) of directors (the “**Directors**”) of Hygeia Healthcare Holdings Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Yeung Ching Man (“**Ms. Yeung**”) has tendered her resignation as (i) the joint company secretary (the “**Joint Company Secretary**”) of the Company; (ii) an authorized representative of the Company under the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iii) an authorized representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) for the acceptance of service of process and notices in Hong Kong (collectively, the “**Authorized Representative**”) with effect from January 25, 2021.

Ms. Yeung confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board further announces that Mr. Lau Kwok Yin (“**Mr. Lau**”) has been appointed as a Joint Company Secretary and the Authorized Representative with effect from January 25, 2021.

After the aforesaid change taking effect, Mr. Ren Ai (“**Mr. Ren**”), along with Mr. Lau will be Joint Company Secretaries and Authorized Representatives of the Company. The biographical details of Mr. Ren and Mr. Lau are set out as follows:

Mr. Ren was appointed as our Director on September 12, 2018 and was re-designated as our executive Director on September 18, 2019. He was the Joint Company Secretary and the Authorized Representative since June 29, 2020. Mr. Ren is primarily responsible for assisting the chief executive officer in overseeing the daily operation and management of our Group, assisting the chairman of the Board in supervising the implementation of the decisions of the Board, and responsible for the investment and financing, supply chain management and human resources of our Group.

Mr. Ren has over 13 years of working experience starting his career at several multinational corporations. Prior to joining our Group, Mr. Ren worked at Haier Group Company (Stock Code: 600690.SH) from August 2007 to April 2010. From April 2010 to February 2013, he served as a senior product manager in Alibaba Group Holding Limited (Stock Code: BABA. NYSE). He subsequently served as a department manager in the emerging business division of American Express Company (Stock Code: AXP. NYSE) from February 2013 to November 2015, mainly responsible for post-investment management. He joined our Group in December 2015 and has been the assistant to the chairman of the Board since February 2016. Mr. Ren was appointed as the senior vice president of our Group in February 2020, primarily responsible for assisting the chief executive officer in overseeing the daily operation and management of our Group. He is also in charge of the investment and financing, supply chain management and human resources of our Group.

Mr. Ren majored in industrial design and graduated from Tianjin University in June 2007 with a bachelor’s degree in engineering. He obtained a master’s degree in business administration in Shanghai Jiaotong University in June 2020.

Mr. Lau is a senior manager of SWCS Corporate Services Group (Hong Kong) Limited. He has over 11 years of experience in corporate secretarial services, finance and banking operations. He is currently the company secretary or the joint company secretary of several companies listed on the Main Board of the Stock Exchange. He holds a Bachelor of Business Administration degree in Accounting and Finance from the University of Hong Kong, and is a member of the Hong Kong Institute of Certified Public Accountants and a Chartered Financial Analyst charter holder, and a fellow of the Chartered Governance Institute and the Hong Kong Institute of Chartered Secretaries.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Mr. Ren to act as a Joint Company Secretary for a three-year period from the date of the Company’s listing (i.e. June 29, 2020) to June 28, 2023 (the “**Waiver Period**”), on the condition that Mr. Ren would be assisted by Ms. Yeung, who possesses the qualifications required under Rule 3.28 of the Listing Rules, during the Waiver Period. Relevant details of the Waiver were disclosed in the section headed “Waivers from Strict Compliance with the Listing Rules” of the prospectus of the Company dated June 16, 2020.

Given the condition of the Waiver could no longer be fulfilled following the resignation of Ms. Yeung, the Company has applied to the Stock Exchange and has already been granted with a new waiver (the “**New Waiver**”) by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver Period (i.e. from January 25, 2021 to June 28, 2023) (the “**New Waiver Period**”) in relation to the eligibility of Mr. Ren to act as a Joint Company Secretary, on the conditions that:

- (i) Mr. Ren will be assisted by Mr. Lau during the New Waiver Period;
- (ii) the Company shall notify the Stock Exchange at the end of the New Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the New Waiver Period, the Company will be able to demonstrate that Mr. Ren, having had the benefit of Mr. Lau’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary;
- (iii) the Company will announce the details of the New Waiver, including its reasons and conditions; and
- (iv) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The publication of this announcement aims to satisfy condition (iii) set out above.

The New Waiver will be revoked immediately if and when Mr. Lau ceases to provide assistance to Mr. Ren.

The Board would like to take this opportunity to express its gratitude to Ms. Yeung for her valuable contribution to the Company during her tenure of service, and to welcome Mr. Lau on his new appointment.

By order of the Board
Hygeia Healthcare Holdings Co., Limited
Mr. Fang Min
Chairman

Hong Kong, January 25, 2021

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Fang Min as Chairman and non-executive Director, Ms. Cheng Huanhuan, Mr. Ren Ai, Mr. Zhang Wenshan and Ms. Jiang Hui as executive Directors, Mr. Cao Yanling as non-executive Director, and Mr. Liu Yanqun, Mr. Chen Penghui and Mr. Ye Changqing as independent non-executive Directors.