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Jinxin Fertility Group Limited

錦欣生殖醫療集團有限公司*

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1951)

**CHANGE OF JOINT COMPANY SECRETARY,
AUTHORIZED REPRESENTATIVE
AND
PROCESS AGENT**

The board of directors (the “**Board**”) of Jinxin Fertility Group Limited (the “**Company**”) hereby announces that Mr. Lee Kwok Fai Kenneth (“**Mr. Lee**”) has tendered his resignation as the joint company secretary of the Company (the “**Joint Company Secretary**”), an authorized representative of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Authorized Representative**”) and the agent for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) due to other work arrangements, with effect from December 30, 2021. Mr. Lee has confirmed that there is no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to his resignation.

The Board is also pleased to announce that Ms. Ng Sau Mei (“**Ms. Ng**”) has been appointed by the Company as the Joint Company Secretary, the Authorized Representative and the Process Agent in replacement of Mr. Lee, with effect from December 30, 2021. Ms. Zhai Yangyang (“**Ms. Zhai**”) will continue to serve as the other Joint Company Secretary of the Company.

Ms. Ng is the director and head of the Listing Services Department of TMF Hong Kong Limited and is responsible for provision of corporate secretarial and compliance services to listed company clients. She has over 20 years of experience in the company secretarial field and has extensive knowledge and experience in dealing with corporate governance, regulatory and compliance affairs of listed companies. Ms. Ng obtained a Master Degree in Laws from University of London in December 2017 and a Bachelor’s Degree in Laws from City University of Hong Kong in November 2001, and is a Chartered Secretary, a Chartered Governance Professional and a fellow member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom.

The Stock Exchange has granted a waiver to the Company from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules on the of the Stock Exchange, for a period from December 30, 2021 to July 25, 2024 (the “**New Waiver Period**”) in relation to Ms. Zhai’s eligibility to act as the Joint Company Secretary on the conditions that (i) Ms. Zhai must be assisted by Ms. Ng during the New Waiver Period; and (ii) the waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Stock Exchange expects that, before the end of the New Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Ms. Zhai, having had the benefit of Ms. Ng’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of a company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The waiver will be withdrawn or changed if the Company’s satiation changes.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lee for his contribution to the Company during his tenure of services, and to express its welcome to Ms. Ng on her new appointment.

By order of the Board
Jinxin Fertility Group Limited
Zhong Yong
Chairman

Hong Kong, December 30, 2021

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhong Yong, Dr. John G. Wilcox, Mr. Dong Yang, Ms. Lyu Rong and Dr. Geng Lihong, as executive Directors; Mr. Fang Min, Ms. Hu Zhe and Ms. Yan Xiaoqing, as non-executive Directors; and Dr. Chong Yat Keung, Mr. Li Jianwei, Mr. Wang Xiaobo and Mr. Ye Changqing, as independent non-executive Directors.

* *For identification purpose only*