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Gaush Meditech Ltd

高视医疗科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2407)

**(1) CHANGE IN JOINT COMPANY SECRETARY; AND
(2) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28
AND 8.17 OF THE LISTING RULES**

The Board hereby announces that, with effect from April 23, 2024:

1. Mr. Zhang has been appointed as a Joint Company Secretary with effect from April 23, 2024. Ms. Li has ceased to act as a Joint Company Secretary with effect from April 23, 2024 but will remain as an executive Director and the chief financial officer of the Company; and
2. The Company has applied for and the Stock Exchange has granted the Company a waiver from strict compliance with Rules 3.28 and Rule 8.17 of the Listing Rules for a period of three years commencing from April 23, 2024.

CHANGE IN JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Director(s)**”) of Gaush Meditech Ltd (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, with effect from April 23, 2024, Mr. Zhang Bo (張博) (“**Mr. Zhang**”), currently the investment director of the Company, has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”). Ms. Leung Shui Bing (梁瑞冰) (“**Ms. Leung**”), who meets the requirements under Rules 3.28 and 8.17 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), currently another Joint Company Secretary, will continue to act as a Joint Company Secretary and will continue to perform and discharge the duties of a company secretary under the Listing Rules.

With effect from the same date, Ms. Li Wenqi (李文奇) (“**Ms. Li**”), currently a Joint Company Secretary, will resign from her position as the Joint Company Secretary due to redesignation of duties in the Group. Upon the cessation as the Joint Company Secretary, Ms. Li will remain as an executive Director and the chief financial officer of the Company.

Ms. Li has confirmed that she has no disagreement with the Board and she is not aware of any matters in connection with her cessation as the Joint Company Secretary that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The biographical details of Mr. Zhang and Ms. Leung are set out as follows:

Mr. Zhang, aged 38, is the investment director of the Company and primarily responsible for domestic and foreign investment, mergers and acquisitions of the Group. Mr. Zhang joined the Group in June 2016 and served as the investment manager of the Company from June 2016 to March 2021. Mr. Zhang has been serving as the investment director of the Company since April 2021. Prior to joining the Group, Mr. Zhang had worked as a legal assistant in Grandall (Beijing) Law Firm (國浩(北京)律師事務所) from August 2011 to March 2013 and as an investment manager in the investment bank department of Dongzhao Changtai Investment Group Co., Ltd. (東兆長泰投資集團有限公司) from April 2013 to May 2016. Mr. Zhang received his master’s degree in constitutional and administrative law from China University of Political Science and Law (中國政法大學) in July 2011. Mr. Zhang passed the National Judicial Examination (國家司法考試) in the PRC and obtained his legal professional qualification in February 2009.

Ms. Leung has been appointed as one of the Joint Company Secretaries on November 18, 2021. Ms. Leung currently serves as a manager of the Listing Services Department of TMF Hong Kong Limited (a global corporate services provider). She has over 19 years of experience in the company secretarial field. Ms. Leung obtained a bachelor’s degree in Business and Management Studies (Accounting and Finance) from University of Bradford and a master’s degree in Corporate Governance from The Open University of Hong Kong (currently known as Hong Kong Metropolitan University). She is a Chartered Secretary, Chartered Governance Professional and an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in United Kingdom.

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

Having considered Mr. Zhang's background and experience, the Board is of the view that Mr. Zhang is able to properly discharge his functions as a Joint Company Secretary notwithstanding the fact that Mr. Zhang does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. The Company has applied for and the Stock Exchange has granted the Company a waiver from strict compliance with Rules 3.28 and Rule 8.17 of the Listing Rules (the "Waiver") for a period of three years commencing from April 23, 2024 (the "Waiver Period").

The grounds for seeking of the Waiver are set out below:

- (i) Mr. Zhang joined the Group in June 2016, and currently serves as the investment director of the Company, primarily responsible for domestic and foreign investment, mergers and acquisitions of the Group. He has accumulated abundant knowledge about the business operations and corporate governance of the Group with a strong recognition of the corporate culture of the Group. By virtual of his position within the Group, Mr. Zhang has worked closely with the Directors and the management of the Company, which enables him to perform the duties of a company secretary in the most effective and efficient manner.
- (ii) Mr. Zhang has attended trainings on, among others, the Listing Rules, and other relevant laws and regulations. By attending these trainings, Mr. Zhang has already been and will be more familiar with the Listing Rules, and other relevant laws and regulations, thus can discharge the functions as a Joint Company Secretary.
- (iii) Mr. Zhang passed the National Judicial Examination (國家司法考試) in the PRC and obtained his legal professional qualification in February 2009; and
- (iv) Ms. Leung, who satisfies the requirements under Rule 3.28 of the Listing Rules, will continue to serve as a Joint Company Secretary. Ms. Leung has over 19 years of experience in corporate secretarial field, thus can leverage her expertise to assist Mr. Zhang to better discharge his responsibilities as the Joint Company Secretary.

In addition, during the Waiver Period, the Company will implement the following measures to assist Mr. Zhang to satisfy the requisite qualifications as prescribed in Rules 3.28 and 8.17 of the Listing Rules:

- (i) given the knowledge and experience of Ms. Leung, she will be able to advise both Mr. Zhang and the Company on the relevant requirements of the Listing Rules as well as other applicable laws and regulations of Hong Kong;
- (ii) Mr. Zhang will be assisted by Ms. Leung during the Waiver Period, which should be sufficient for Mr. Zhang to acquire the requisite knowledge and experience under Rule 3.28 of the Listing Rules;
- (iii) the Company will ensure that Mr. Zhang has access to the relevant trainings and support to enable him to familiarize himself with the Listing Rules and the duties required of a company secretary of a Hong Kong listed company, and Mr. Zhang has undertaken to attend such trainings;
- (iv) Ms. Leung will communicate with Mr. Zhang on a regular basis regarding matters in relation to corporate governance, the Listing Rules as well as other applicable laws and regulations of Hong Kong which are relevant to the operations and affairs of the Company. Ms. Leung will work closely with, and provide assistance to Mr. Zhang with a view to discharging his duties and responsibilities as a company secretary, including but not limited to organizing the Board meetings and shareholders' meetings of the Company; and
- (v) pursuant to Rule 3.29 of the Listing Rules, Mr. Zhang will also attend no less than 15 hours of relevant professional training courses in each financial year to familiarize himself with the requirements of the Listing Rules and other legal and regulatory requirements of Hong Kong. Each of Mr. Zhang and Ms. Leung will be advised by the legal advisors of the Company as to Hong Kong laws as and when appropriate and required.

The Waiver is granted on the conditions that, (i) Mr. Zhang must be assisted by Ms. Leung during the Waiver Period; (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and (iii) the Company will announce the reasons, details and conditions of the Waiver, and the qualification and experience of both Mr. Zhang and Ms. Leung.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Zhang, having had the benefit of Ms. Leung's assistance during the 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 no further waiver will be needed.

The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

By order of the Board
Gaush Meditech Ltd
Mr. Gao Tieta
Chairman and Executive Director

Hong Kong, April 23, 2024

As of the date of this announcement, the Board comprises Mr. Gao Tieta as Chairman and executive Director, Mr. Liu Xinwei, Mr. Zhao Xinli, Mr. Zhang Jianjun and Ms. Li Wenqi as executive Directors, Dr. David Guowei Wang as non-executive Director, and Mr. Feng Xin, Mr. Wang Li-Shin and Mr. Chan Fan Shing as independent non-executive Directors.