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Shanghai Kindly Medical Instruments Co., Ltd.*

上海康德萊醫療器械股份有限公司

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

(Stock Code: 1501)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 16 MAY 2022;**
- (2) PAYMENT OF FINAL DIVIDEND;**
- (3) RE-ELECTION AND APPOINTMENT OF DIRECTORS;**
- (4) ELECTION OF THE CHAIRMAN
OF THE THRID SESSION OF THE BOARD;**
- (5) APPOINTMENT OF MEMBERS OF THE BOARD COMMITTEES
UNDER THE THIRD SESSION OF THE BOARD;**
- (6) RE-ELECTION AND APPOINTMENT OF SUPERVISORS;
AND**
- (7) ELECTION OF THE CHAIRMAN OF THE THIRD SESSION
OF THE SUPERVISORY COMMITTEE**

The annual general meeting of Shanghai Kindly Medical Instruments Co., Ltd.* (the “**Company**”) for the year of 2021 (the “**AGM**”) was convened at 2:00 p.m. on Monday, 16 May 2022 at Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai, the PRC. Capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 12 April 2022 (the “**Circular**”), unless otherwise specified.

(1) POLL RESULTS OF AGM

The AGM was convened by the Board and chaired by Dr. Liang Dongke, the Chairman of the Board. The Directors, namely, Dr. Liang Dongke, Mr. Wang Cailiang, Mr. Zhang Weixin, Ms. Chen Hongqin, Mr. Fang Shengshi, Mr. Jian Xigao and Mr. Hui Hung Kwan attended the AGM in person or by electronics means while Mr. Dai Kerong unable to attend the AGM due to other business commitments. The convening

of and the procedures for holding the AGM and the voting procedures at the AGM were in compliance with the requirements of the PRC Company Law and the Articles of Association. The poll results of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the report of the directors of the Company (the “ Directors ”) for the year 2021.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
2.	To consider and approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year 2021.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
3.	To consider and approve the annual report of the Company for the year 2021.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
4.	To consider and approve audited financial statements of the Group for the year 2021.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
5.	To consider and approve the Company’s profit distribution plan for the year ended 31 December 2021.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
6.	To consider and approve the annual financial budget of the Group for the year 2022.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
7.	To consider and approve the re-election of Dr. Liang Dongke as an executive Director of the Third Session of the board of Directors (the “ Board ”).	116,753,034 (91.1750%)	11,300,681 (8.8250%)	0 (0.0000%)
8.	To consider and approve the appointment of Mr. Lin Sen as an executive Director of the Third Session of the Board.	116,894,315 (91.2854%)	11,159,400 (8.7146%)	0 (0.0000%)
9.	To consider and approve the re-election of Mr. Zhang Weixin as a non-executive Director of the Third Session of the Board.	116,894,315 (91.2854%)	11,159,400 (8.7146%)	0 (0.0000%)

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
10.	To consider and approve the re-election of Ms. Chen Hongqin as a non-executive Director of the Third Session of the Board.	116,894,515 (91.2855%)	11,159,200 (8.7145%)	0 (0.0000%)
11.	To consider and approve the appointment of Dr. Song Yuan as a non-executive Director of the Third Session of the Board.	113,306,529 (88.4836%)	14,747,186 (11.5164%)	0 (0.0000%)
12.	To consider and approve the appointment of Mr. Wang Ruiqin as a non-executive Director of the Third Session of the Board.	116,894,315 (91.2854%)	11,159,400 (8.7146%)	0 (0.0000%)
13.	To consider and approve the re-election of Mr. Jian Xigao as an independent non-executive Director of the Third Session of the Board.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
14.	To consider and approve the re-election of Mr. Hui Hung Kwan as an independent non-executive Director of the Third Session of the Board.	127,912,234 (99.8895%)	141,481 (0.1105%)	0 (0.0000%)
15.	To consider and approve the appointment of Mr. Xu Congli as an independent non-executive Director of the Third Session of the Board.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
16.	To consider and approve the appointment of Ms. Ma Huifang as a Supervisor of the Third Session of the Supervisory Committee.	116,753,034 (91.1750%)	11,300,681 (8.8250%)	0 (0.0000%)
17.	To consider and approve the appointment of Mr. Shen Xiaoru as a Supervisor of the Third Session of the Supervisory Committee.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
18.	To consider and approve the remuneration plan for the Directors for the year end 31 December 2022.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
19.	To consider and approve the remuneration plan for the Supervisors for the year end 31 December 2022.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
20.	To consider and approve the re-appointment of KPMG and BDO China Shu Lun Pan Certified Public Accountants LLP as international and domestic auditors the Company for the year 2022, respectively and to authorize the Board to determine their remunerations.	128,053,515 (99.9998%)	200 (0.0002%)	0 (0.0000%)
Special Resolutions		Number of votes (%)		
		For	Against	Abstain
21.	To consider and approve the proposed change of company name of the Company.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
22.	To consider and approve the proposed amendments to the Articles of Association.	128,053,715 (100.0000%)	0 (0.0000%)	0 (0.0000%)
23.	To consider and approve the proposed adoption of the H Share Award and Trust Scheme.	124,133,370 (96.9385%)	3,920,345 (3.0615%)	0 (0.0000%)
24.	To consider and approve the proposed authorization to the Board and/or the Delegatee to handle matters pertaining to the H Share Award and Trust Scheme.	112,974,170 (88.2240%)	15,079,545 (11.7760%)	0 (0.0000%)
25.	To consider and approve the grant of a general mandate to the Board to allot, issue and deal with additional domestic shares and/or H shares.	116,557,089 (91.0220%)	11,496,626 (8.9780%)	0 (0.0000%)

Note: All percentages are rounded up to four decimal places.

As more than half of the votes were cast in favour of Ordinary Resolutions No. 1 to 20, and more than two-thirds of the votes were cast in favour of Special Resolutions No. 21 to 25, all resolutions proposed at the AGM were duly passed by way of poll by the Shareholders. The Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of issued Shares was 168,000,000 Shares, comprising 104,213,392 H Shares and 63,786,608 Domestic Shares, of which 166,000,000 Shares was the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM. There was no restriction on any Shareholder to cast votes on any of the proposed resolutions at the AGM. There was no Share entitling the holders to attend and abstain from voting on the proposed resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders has stated his/her/its intention in the Circular that he/she/it would vote against any proposed resolution or that he/she/it would abstain from voting at the AGM.

The Shareholders or their proxy present at the AGM represent a total of 128,053,715 Shares carrying voting rights of the Company, representing approximately 76.2224% of the total number of issued Shares as of the date of the AGM.

(2) PAYMENT OF FINAL DIVIDEND

The final dividend for the year ended 31 December 2021 of RMB0.26 per Share (equivalent to HK\$0.32 per Share) (inclusive of applicable tax) (the “**Proposed Final Dividend**”) was approved by the Shareholders at the AGM. In order to ascertain the entitlements of the Shareholders to receive the Proposed Final Dividend, the register of members of the Company will be closed from Tuesday, 24 May 2022 to Sunday, 29 May 2022, both days inclusive, during which period no transfer of Shares will be effected. The Proposed Final Dividend is expected to be distributed on or about Monday, 20 June 2022 to the Shareholders whose names appear on the register of members of the Company on Sunday, 29 May 2022.

To be eligible to receive the Proposed Final Dividend, all transfer documents must be lodged with the Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders), or the Company's registered office at Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai, the PRC (for Domestic Shareholders), by no later than 4:30 p.m. on Monday, 23 May 2022.

The Proposed Final Dividend shall be denominated and declared in RMB. The Domestic Shareholders will be paid in RMB and the H Shareholders will be paid in Hong Kong dollar. The exchange rate for the Proposed Final Dividend to be paid in Hong Kong dollar will be the mean of the exchange rate of Hong Kong dollar to RMB as announced by the People's Bank of China during the five business days prior to the date of the Board meeting held on 18 March 2022 for the declaration of the final dividend, i.e., HK\$1.2308 is converted to RMB1.00. Based on the above exchange rate, the amount of the Proposed Final Dividend per H Share is HK\$0.32 (inclusive of applicable tax).

(3) RE-ELECTION AND APPOINTMENT OF DIRECTORS

At the AGM, Dr. Liang Dongke be re-elected as an executive Director; Mr. Lin Sen be appointed as an executive Director; Mr. Zhang Weixin and Ms. Cheng Hongqin be re-elected as non-executive Directors; Dr. Song Yuan and Mr. Wang Ruiqin be appointed as non-executive Directors; Mr. Jian Xiao and Mr. Hui Hung Kwan be re-elected as independent non-executive Directors and Mr. Xu Congli be appointed as an independent non-executive Directors, of the Third Session of the Board. The terms of office of the Directors of the Third Session of the Board shall commence from the date of passing the resolutions, and end at the conclusion of the Company's annual general meeting to be held in 2025. For biographical details of the Directors of the Third Session of the Board and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the Company's announcement dated 18 March 2022 and the Circular.

Mr. Wang Cailiang, Mr. Fang Shengshi and Mr. Dai Kerong being Directors of the Second Session of the Board, retired upon expiration of the term of office of the Second Session of the Board (i.e. on the date of the AGM). Each of them confirms that there is no disagreement between him and the Board, and there is no matter that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wang Cailiang, Mr. Fang Shengshi and Mr. Dai Kerong for their contributions to the Company during their respective term of office.

(4) ELECTION OF THE CHAIRMAN OF THE THRID SESSION OF THE BOARD

At the Board meeting held immediately after the AGM, the Board unanimously elected Dr. Liang Dongke, being an executive Director, as the chairman of the Third Session of the Board. The term of office of Dr. Liang Dongke is the same as his term of office as an executive Director.

(5) APPOINTMENT OF MEMBERS OF THE BOARD COMMITTEES UNDER THE THIRD SESSION OF THE BOARD

At the Board meeting held immediately after the AGM, the Board has passed the resolutions appointing the following members of the auditor committee, the nomination committee and the Remuneration Committee under the Third Session of the Board, with effect from 16 May 2022:

- (i) Auditor committee: Mr. Hui Hung Kwan (chairman), Mr. Xu Congli and Dr. Song Yuan;
- (ii) Remuneration committee: Mr. Jian Xigao (chairman), Dr. Liang Dongke and Mr. Hui Hung Kwan; and
- (iii) Nomination committee: Dr. Liang Dongke (chairman), Mr. Jian Xigao and Mr. Xu Congli.

(6) RE-ELECTION AND APPOINTMENT OF SUPERVISORS

At the AGM, Ms. Ma Huifang be appointed as a shareholder representative Supervisory and Mr. Shen Xiaoru be appointed as a shareholder representative Supervisory, of the Third Session of the Supervisory Committee. The terms of office of the Supervisors of the Third Session of the Supervisory Committee shall commence from the date of passing the resolutions, and end at the conclusion of the Company's annual general meeting to be held in 2025. For biographical details of the Supervisors of the Third Session of the Supervisory Committee and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, please refer to the Company's announcement dated 18 March 2022 and the Circular.

Ms. Wang Li and Mr. Xu Jianhai being Supervisors of the Second Session of the Supervisory Committee, retired upon expiration of the term of office of the Second Session of the Supervisory Committee (i.e. on the date of the AGM). Each of them confirms that there is no disagreement between her/him and the Board, and there is no matter that needs to be brought to the attention of the Shareholders.

The Supervisory Committee would like to take this opportunity to express its sincere gratitude to Ms. Wang Li and Mr. Xu Jianhai for their contributions to the Company during their respective term of office.

(7) ELECTION OF THE CHAIRMAN OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE

Immediately after the AGM, the Supervisory Committee unanimously elected Ms. Ma Huifang as the chairman of the Third Session of the Supervisory Committee, whose term of office is the same as her term of office as a Supervisor.

By order of the Board
Shanghai Kindly Medical Instruments Co., Ltd.*
上海康德萊醫療器械股份有限公司
Dr. Liang Dongke
Chairman

Shanghai, the PRC
16 May 2022

As at the date of this announcement, the Board of Directors of the Company comprises Dr. Liang Dongke and Mr. Lin Sen as executive Directors, Mr. Zhang Weixin, Ms. Chen Hongqin, Dr. Song Yuan and Mr. Wang Ruiqin as non-executive Directors, and Mr. Jian Xigao, Mr. Hui Hung Kwan and Mr. Xu Congli as independent non-executive Directors.

* *For identification purposes only*