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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)**

**DELAY IN COMPLETION OF THE  
ACQUISITION OF EQUITY INTEREST IN JIUZHOU HOSPITAL AND  
HEWANJIA HOSPITAL**

Reference is made to the announcement dated April 21, 2022 (the “**Announcement**”) of Jinxin Fertility Group Limited (the “**Company**”) in relation to the Equity Transfer Agreement entered into by the Purchaser and the Vendor, pursuant to which, the Purchaser has conditionally agreed to purchase and the Vendor has conditionally agreed to sell, the Target Equity Interest. Capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement, unless otherwise specified.

The Company would like to announce that there has been delay to the Completion of the Acquisition as the relevant business registration with the relevant government authorities in respect of the Acquisition has yet to be completed as a result of, among other things, the impact of the recent COVID-19 restrictions measures in the PRC. Upon good faith discussion between the parties, on June 2, 2022, the Purchaser and the Vendor have further agreed that the Completion shall instead take place on or before July 31, 2022 or any other date as agreed among the parties.

Save for the aforementioned, all other terms and conditions of the Equity Transfer Agreement remain unchanged.

Furthermore, the Company would like to announce that it has obtained confirmation from the Stock Exchange that the transactions contemplated under the new contractual arrangements referred to in the Announcement falls within the scope of the IPO Waiver and be exempt from strict compliance with: (i) the announcement, circular and independent shareholders’ approval requirements under Chapter 14A of the Listing Rules; (ii) the requirement of setting an annual cap for the transactions under the new contractual arrangements under Rule 14A.53 of the Listing Rules; and (iii) the requirement of limiting the terms of the new contractual arrangements to three years or less under Rule 14A.52 of the Listing Rules, for so long as the shares of the Company are listed on the Stock Exchange, subject to compliance with the same conditions of the IPO Waiver as disclosed in the section headed “Connected Transactions” in the Prospectus. The new contractual arrangements will be executed upon Completion and become effective according to the provisions thereof.

Save as disclosed above, the information contained in the Announcement remains unchanged in all respects. Further announcements will be made by the Company to update the Shareholders and the investors of the Company as and when appropriate.

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

Hong Kong, June 2, 2022

*As at the date of this announcement, the board of Directors 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.*