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New Horizon Health Limited
諾輝健康

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6606)

POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON JUNE 24, 2022
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the notice of the annual general meeting (the “AGM Notice”) of New Horizon Health Limited (the “Company”) and the circular of the Company (the “Circular”) both dated April 28, 2022. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE 24, 2022

At the AGM held on Friday, June 24, 2022, all the proposed resolutions as set out in the AGM Notice were taken by poll. Apart from Prof. Hong WU who was unable to attend the AGM due to other business engagement, all Directors attended the AGM. The Board is pleased to announce that the poll results were as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended December 31, 2021.	282,342,616 (100.00%)	0 (0.00%)
2(A).	To re-elect Mr. Yeqing ZHU as an executive director of the Company.	259,473,756 (91.90%)	22,868,860 (8.10%)
2(B).	To re-elect Mr. Naxin YAO as a non-executive director of the Company.	276,643,918 (97.98%)	5,698,698 (2.02%)
3	To authorise the board of directors to fix the remuneration of the directors.	277,848,893 (98.41%)	4,493,723 (1.59%)
4.	To re-appoint Deloitte Touche Tohmatsu as auditors and authorise the board of directors to fix their remuneration.	282,342,616 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To grant a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing of this resolution.	223,999,713 (79.37%)	58,215,403 (20.63%)
6.	To grant a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.	282,342,616 (100.00%)	0 (0.00%)
7.	To extend, conditional upon the above resolutions 5 and 6 being duly passed, the general mandate to allot, issue and deal with additional shares by adding the aggregate amount of the repurchased shares to the 20% general mandate.	209,109,069 (74.06%)	73,233,547 (25.94%)
8.	To approve and adopt the 2022 RSU Scheme; and to authorize the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2022 RSU Scheme.	256,460,649 (90.83%)	25,881,967 (9.17%)
9.	To approve and adopt the 2022 Share Option Scheme, subject to and conditional upon the Listing Committee of the Stock Exchange granting the approval for the listing of, and the permission to deal in, Shares to be issued pursuant to the exercise of the options which may be granted under the 2022 Share Option Scheme; and to authorize the Directors to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the 2022 Share Option Scheme.	256,460,649 (90.83%)	25,881,967 (9.17%)

Special Resolution		Number of Votes (%)	
		For	Against
10.	<p>(i) To approve the proposed amendments (the “Proposed Amendments”) to the sixth amended and restated articles of association (the “Articles of Association”) of the Company, the details of which are set out in Appendix V to the circular of the Company dated April 28, 2022;</p> <p>(ii) To approve and adopt the seventh amended and restated articles of association of the Company (the “New Articles of Association”), which contains all the Proposed Amendments, as the articles of association of the Company in substitution for and to the exclusion of the Articles of Association with immediate effect; and</p> <p>(iii) To authorize any director or company secretary of the Company to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of New Articles of Association, including without limitation, attending to the necessary filings with the Registrar of Companies in the Cayman Islands and Hong Kong.</p>	281,728,991 (99.78%)	613,625 (0.22%)

Notes:

- (a) The full text of the above resolutions appears in the AGM Notice.
- (b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 9, all resolutions were duly passed as ordinary resolutions.
- (c) As more than 75% of the votes were cast in favour of the resolution numbered 10, such resolution was duly passed as a special resolution.
- (d) As at the date of the AGM, the total number of Shares in issue was 429,739,898 Shares.
- (e) The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 429,739,898 Shares.
- (f) There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.
- (g) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

- (h) None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (i) The Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (j) All percentage figures are rounded to two decimal places.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board hereby announces that the resolution numbered 10 as set out in the AGM Notice in relation to the Proposed Amendments and adoption of the New Articles and Association was duly passed as a special resolution. The New Articles of Association will take effect from June 24, 2022, the full text of which is available on the websites of the Stock Exchange and the Company.

By Order of the Board
New Horizon Health Limited
Mr. Yeqing ZHU
Chairman

Hong Kong, June 24, 2022

As at the date of this announcement, the Board comprises Mr. Yeqing ZHU as Chairman and executive Director, Dr. Yiyou CHEN as executive Director, Mr. Naxin YAO as non-executive Director, and Mr. Danke YU, Prof. Hong WU and Dr. Donald Kwok Tung LI as independent non-executive Directors.