

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

YONGHE

雍禾医疗

Yonghe Medical Group Co., Ltd.

雍禾醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2279)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2022

AND

RESIGNATION AND APPOINTMENT OF DIRECTORS AND CHANGES OF MEMBER OF NOMINATION COMMITTEE

AND

AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2022

At the annual general meeting (the “AGM”) of Yonghe Medical Group Co., Ltd. (the “Company”) held on 28 June 2022, all the proposed resolutions as set out in the notice of the AGM dated 28 April 2022 and the supplemental notice of the AGM dated 13 June 2022 were taken by poll. The poll results are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To accept, consider and adopt the audited consolidated financial statements of the Company and the reports of the board of directors (the “Board”) and auditors of the Company for the year ended 31 December 2021.	449,969,918 (99.999%)	3 (0.001%)
2.	To declare a final dividend of RMB0.076 (equivalent to HK\$0.093) per share for the year ended 31 December 2021.	449,969,918 (99.999%)	3 (0.001%)
3(a)(i).	To re-elect Mr. Zhang Yu as executive director of the Company.	449,969,918 (99.999%)	3 (0.001%)
3(a)(ii).	To re-elect Mr. Zhang Hui as executive director of the Company.	449,969,918 (99.999%)	3 (0.001%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
3(a)(iii).	To re-elect Mr. Geng Jiaqi as non-executive director of the Company.	449,969,918 (99.999%)	3 (0.001%)
3(a)(iv).	To re-elect Mr. Chan Peng Kuan as independent non-executive director of the Company.	449,969,918 (99.999%)	3 (0.001%)
3(a)(v).	To re-elect Mr. Li Xiaopei as independent non-executive director of the Company.	449,969,918 (99.999%)	3 (0.001%)
3(a)(vi)	To elect Ms. Han Zhimei as executive director of the Company with effect from the conclusion of the AGM.	449,969,918 (99.999%)	3 (0.001%)
3(a)(vii)	To elect Ms. Liang Jihong as independent non-executive director of the Company with effect from the conclusion of the AGM.	449,969,918 (99.999%)	3 (0.001%)
3(b).	To authorize the Board to fix the remuneration of the directors of the Company (the “ Directors ”).	449,969,916 (99.999%)	5 (0.001%)
4.	To consider the re-appointment of PricewaterhouseCoopers as the auditors of the Company and to authorize the Board to fix their remuneration.	449,969,918 (99.999%)	3 (0.001%)
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	449,969,918 (99.999%)	3 (0.001%)
6.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	442,411,418 (98.320%)	7,558,503 (1.680%)
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares repurchased by the Company.	442,411,416 (98.320%)	7,558,505 (1.680%)
SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
8.	To consider and approve the proposed amendments to the Memorandum and Articles of Association as set out in the circular of the Company dated 28 April 2022.	449,969,918 (99.999%)	3 (0.001%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 7, all such resolutions were duly passed as ordinary resolutions. As more than three-fourths of the votes were cast in favour of the resolution numbered 8, such resolution was duly passed as a special resolution.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 527,080,416 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 527,080,416 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circular dated 28 April 2022 and the Company’s supplemental circular dated 13 June 2022 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company’s branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (h) The Directors including Mr. Zhang Yu, Mr. Zhang Hui, Mr. Geng Jiaqi, Mr. Chan Peng Kuan and Mr. Li Xiaopei attended the AGM. Due to other work commitments, Mr. Zhai Feng and Ms. Wang Jiping, were unable to attend the AGM.

RESIGNATION AND APPOINTMENT OF DIRECTORS AND CHANGES OF MEMBER OF NOMINATION COMMITTEE

The Board hereby announces that with effect from the conclusion of the AGM, (i) Mr. Zhai Feng resigned as a non-executive Director; and (ii) Ms. Wang Jiping resigned as an independent non-executive Director and a member of the nomination committee of the Company (the “**Nomination Committee**”).

The Board is pleased to announce that upon approval by the shareholders of the Company at the AGM, Ms. Han Zhimei has been appointed as an executive Director and Ms. Liang Jihong has been appointed as an independent non-executive Director, both with effect from the conclusion of the AGM. For the biographical details of Ms. Han Zhimei and Ms. Liang Jihong, please refer to the Company’s announcement dated 7 June 2022.

The Board further announces that Mr. Li Xiaopei, an existing independent non-executive Director, has been appointed as a member of the Nomination Committee with effect from the conclusion of the AGM.

AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board is pleased to announce that pursuant to the special resolution numbered 8 above, the memorandum and articles of association of the Company (the “M&A”) has been amended with effect from 28 June 2022. Please refer to the Company’s circular dated 28 April 2022 for details of the amendments. For the full text of the M&A, please refer to the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.yonghegroup.cn).

By Order of the Board
Yonghe Medical Group Co., Ltd.
Zhang Yu
Chairman

28 June 2022

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Yu, Mr. Zhang Hui and Ms. Han Zhimei; the non-executive director of the Company is Mr. Geng Jiaqi and the independent non-executive directors of the Company are Mr. Chan Peng Kuan, Mr. Li Xiaopei and Ms. Liang Jihong.