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JBM (HEALTHCARE) LIMITED

健倍苗苗(保健)有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 2161

PROPOSED AMENDMENTS TO THE EXISTING AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION AND ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

This announcement is made by JBM (Healthcare) Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On 1 January 2022, the Listing Rules were amended by, among others, adopting a uniform set of 14 Core Standards for shareholder protections for issuers regardless of their place of incorporation set out in Appendix 3 to the Listing Rules. The board of directors of the Company (the “**Board**”) proposes to make certain amendments to the existing amended and restated memorandum and articles of association of Company (the “**Existing Amended and Restated Memorandum and Articles of Association**”) to (i) conform to the said core standards for shareholder protections, (ii) provide greater flexibility to the Company in relation to the conduct of general meetings by allowing (but not requiring) general meetings to be held as an electronic meeting and/or a hybrid meeting where the shareholders of the Company (the “**Shareholders**”) may attend by electronic means in addition to as a physical meeting where Shareholders attend in person, and (iii) incorporate certain housekeeping changes (such proposed amendments to the Existing Amended and Restated Memorandum and Articles of Association are collectively referred to as the “**Proposed Amendments**”). The Board also proposes to adopt the second amended and restated memorandum and articles of association which consolidates the Proposed Amendments in substitution for, and to the exclusion of, the Existing Amended and Restated Memorandum and Articles of Association in their entirety.

The Proposed Amendments and adoption of the second amended and restated memorandum and articles of association shall be subject to the passing of a special resolution by the Shareholders at the forthcoming annual general meeting of the Company to be held on 23 September 2022 (the “AGM”). A circular containing, among others, details of the Proposed Amendments brought about by the adoption of the second amended and restated memorandum and articles of association and a notice convening the AGM will be despatched to the Shareholders in due course.

By Order of the Board
JBM (Healthcare) Limited
Wong Yat Wai, Patrick
Executive Director and Chief Executive Officer

Hong Kong, 29 June 2022

As at the date of this announcement, the Board comprises Mr. Sum Kwong Yip, Derek as the Chairman and non-executive Director, Mr. Wong Yat Wai, Patrick (also as Chief Executive Officer) as executive Director, Mr. Yim Chun Leung and Mr. Yeung Kwok Chun, Harry as non-executive Directors, and Mr. Chan Kam Chiu, Simon, Mr. Luk Ting Lung, Alan and Mr. Lau Shut Lee, Tony as independent non-executive Directors.