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Town Health International Medical Group Limited
康健國際醫療集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 3886)

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board is pleased to announce that with effect from 11 November 2022, each of Dr. Tsang Wah Tak, Kenneth and Mr. Shiu Shu Ming has been appointed as an executive Director.

APPOINTMENT OF EXECUTIVE DIRECTORS

The board (“**Board**”) of directors (“**Directors**”) of Town Health International Medical Group Limited (“**Company**”, together with its subsidiaries as, the “**Group**”) is pleased to announce that with effect from 11 November 2022, each of Dr. Tsang Wah Tak, Kenneth (“**Dr. Tsang**”) and Mr. Shiu Shu Ming (“**Mr. Shiu**”) has been appointed as an executive Director.

The biographical details of Dr. Tsang and Mr. Shiu are set out below:

(a) Dr. Tsang

Dr. Tsang, aged 61, obtained the bachelor's degree in Medicine and Surgery in July 1986 and the degree of Doctor of Medicine in December 1995 from the University of Glasgow. Dr. Tsang has become a registered medical practitioner by the Medical Council of Hong Kong since 1996. Dr. Tsang was elected to the Membership of the Royal Colleges of Physicians of the United Kingdom in November 1989, as a Fellow by Hong Kong College of Physicians in January 1996, as a Fellow by the Hong Kong Academy of Medicine in the specialty of Medicine in October 1996, as a Collegiate Member of the Royal College of Physicians and Surgeons of Glasgow in July 2000, as a Physician Fellow of the Royal College of Physicians and Surgeons of Glasgow in March 2001, to the Fellowship of Royal College of Physicians of London in May 2001, as a Fellow of the American College of Chest Physicians in October 1997 and the American College of Clinical Pharmacology in February 1998. Dr. Tsang has been accredited in Respiratory Medicine from August 1993 and in Internal Medicine from July 1994 by the Hong Kong College of Physicians. Dr. Tsang is also currently a director of a number of subsidiaries of the Company.

Dr. Tsang was an Associate Editor in Respiriology. Dr. Tsang was appointed as Adjunct Professor in the Faculty of Health and Social Sciences at The Hong Kong Polytechnic University from November 2005 to October 2007, and was appointed as a Section Head in the Respiratory Disorders Faculty of Faculty of 1000 Medicine. Dr. Tsang was appointed as the Chairman of the Hong Kong Lung Foundation from 2007 to 2009 and has been an Executive Board Member of the Hong Kong Lung Foundation since 2009. Dr. Tsang was appointed as the President of the Hong Kong Thoracic Society from 2001 to 2003, and is currently a Council Member of the Hong Kong Thoracic Society. Dr. Tsang has been appointed as the Vice-President of The Society of Physicians of Hong Kong since 2008. Dr. Tsang has been a member of the Grant Review Board of the Health and Medical Research Fund Research Council since October 2003. Dr. Tsang was a Distinguished Professor at Guangzhou Medical University (formerly known as Guangzhou Medical College) in the People's Republic of China ("PRC") from November 2011 to November 2014. Dr. Tsang has been appointed as Honorary Clinical Professor in the Department of Medicine at The University of Hong Kong since 2013. Dr. Tsang has been registered as Specialist in Respiratory Medicine since March 1998.

Dr. Tsang was a director of (i) Pegasus Investments Limited (“**Pegasus**”), a private company incorporated in Hong Kong and dissolved by deregistration on 22 April 2022 under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (“**Chapter 622**”); (ii) Pixel Investments Limited (“**Pixel**”), a private company incorporated in Hong Kong and dissolved by deregistration on 14 April 2022 under Chapter 622; (iii) Sharp Wealthy Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 3 November 2017 under Chapter 622; (iv) Hong Kong Medical Specialists Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 23 September 2016 under Chapter 622; and (v) University Medical Specialists Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 22 July 2011 under the then prevailing Companies Ordinance (Chapter 32 of the Laws of Hong Kong) (“**Chapter 32**”). Dr. Tsang has confirmed that Pegasus, Pixel, Sharp Wealthy Limited, Hong Kong Medical Specialists Limited and University Medical Specialists Limited were inactive and solvent prior to their dissolution, and there was no wrongful act on his part leading to the dissolution of such companies, and that he is not aware of any actual or potential claim that has been or will be made against him as a result of their dissolution.

Dr. Tsang has entered into a letter of appointment with the Company as an executive Director for a term commenced on 11 November 2022 to 31 December 2024, and he will be subject to rotation and re-election at general meeting of the Company in accordance with the by-laws of the Company. Pursuant to the letter of appointment, Dr. Tsang will be entitled to an emolument of HK\$20,000 per month which was determined by the Board with reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions.

As at the date of this announcement, Dr. Tsang has interest in 180,000,000 underlying shares of the Company (“**Shares**”) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

Save as disclosed above, as at the date of this announcement, Dr. Tsang (i) does not hold any other position with the Company or other members of the Group; (ii) does not hold any other major appointment and professional qualification; and (iii) does not have any interests in the Shares within the meaning of Part XV of the SFO.

As at the date of this announcement, Dr. Tsang (i) did not hold any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (ii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to them in the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”)) of the Company.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Dr. Tsang as an executive Director that need to be brought to the attention of the shareholders of the Company.

(b) Mr. Shiu

Mr. Shiu, aged 53, was awarded the Degree of Bachelor of Arts in Accountancy from the City University of Hong Kong (formerly known as City Polytechnic of Hong Kong) in November 1993. He is a qualified member of the Hong Kong Institute of Certified Public Accountants. He was admitted as a Fellow of the Association of Chartered Certified Accountants in October 2002. Mr. Shiu has over 20 years’ experience in corporate finance, mergers and acquisitions, initial public offerings and fund raising exercises in various ventures and projects with a deal portfolio covering private entities, PRC state-owned enterprises and publicly listed companies in Hong Kong, the PRC, Malaysia, Singapore and Indonesia. Mr. Shiu is also currently a director of a number of subsidiaries of the Company.

Mr. Shiu was (i) a non-executive director of Golden Century International Holdings Group Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 91) from March 2020 to September 2021; and (ii) a non-executive director of Orient Securities International Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (stock code: 8001) from June 2022 to July 2022.

Mr. Shiu has been appointed as (i) a joint company secretary of China Smartpay Group Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (stock code: 8325) since October 2020; (ii) a non-executive director of Oriental Payment Group Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (stock code: 8613) since December 2021; and (iii) an independent non-executive director of Tianyun International Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 6836) since April 2022. Since July 2022, Mr. Shiu has been redesignated from a non-executive director to an executive director of Orient Securities International Holdings Limited.

Mr. Shiu was a director of (i) Pegasus; (ii) Pixel; (iii) Fundmega Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 30 September 2022 under Chapter 622; (iv) Integrated Chinese Medicine Holdings (2010) Limited, a private company incorporated in Hong Kong and dissolved by striking off on 25 January 2019 under Chapter 622; (v) Gold Sleeve Limited, a private company incorporated in the British Virgin Islands and dissolved by striking off on 1 May 2014 under the BVI Business Companies Act 2004; (vi) Fulcrum Holding Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 6 February 2009 under Chapter 32; (vii) Top Praise Technology Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 11 January 2008 under Chapter 32; and (viii) Information Security Systems Consultant Limited, a private company incorporated in Hong Kong and dissolved by deregistration on 6 July 2007 under Chapter 32. Mr. Shiu has confirmed that Pegasus, Pixel, Fundmega Limited, Integrated Chinese Medicine Holdings (2010) Limited, Gold Sleeve Limited, Fulcrum Holding Limited, Top Praise Technology Limited and Information Security Systems Consultant Limited were inactive and solvent prior to their dissolution, and there was no wrongful act on his part leading to the dissolution of such companies, and that he is not aware of any actual or potential claim that has been or will be made against him as a result of their dissolution.

Mr. Shiu has entered into a letter of appointment with the Company as an executive Director for a term commenced on 11 November 2022 to 31 December 2024, and he will be subject to rotation and re-election at general meeting of the Company in accordance with the bye-laws of the Company. Pursuant to the letter of appointment, Mr. Shiu will be entitled to an emolument of HK\$20,000 per month which was determined by the Board with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

As at the date of this announcement, Mr. Shiu has interest in 39,000,000 underlying Shares within the meaning of Part XV of the SFO.

Save as disclosed above, as at the date of this announcement, Mr. Shiu (i) does not hold any other position with the Company or other members of the Group; (ii) does not hold any other major appointment and professional qualification; (iii) did not hold any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not have any interests in the Shares within the meaning of Part XV of the SFO.

As at the date of this announcement, Mr. Shiu does not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to them in the Listing Rules) of the Company.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Shiu as an executive Director that need to be brought to the attention of the shareholders of the Company.

Following the appointment of Dr. Tsang and Mr. Shiu as executive Directors, the number of independent non-executive Directors falls below one-third of the Board as required under Rule 3.10(A) of the Listing Rules. The Company will identify suitable candidate to fill the vacancy within three months. Further announcement will be made by the Company when the relevant appointment is made.

The Board would like to express its warmest welcome to Dr. Tsang and Mr. Shiu on their new appointment.

By Order of the Board
Town Health International Medical Group Limited
Jin Zhaogen
Executive Director and Chief Executive Officer

11 November 2022

As at the date of this announcement, the executive Directors are Mr. Jin Zhaogen (Chief Executive Officer), Ms. Zhao Xiangke (Chief Financial Officer), Dr. Wong Chi Kit Nelson, Dr. Law Kwan Kin, Dr. Wong Chun Wa, Mr. Ng Ting Chi, Ms. Yao Yuan, Ms. Lau Wai Yee, Susanna, Dr. Tsang Wah Tak, Kenneth and Mr. Shiu Shu Ming; the non-executive Directors are Mr. Kong Dechang (Chairman) and Mr. Hou Jun; and the independent non-executive Directors are Mr. Ho Kwok Wah, George, MH, Mr. Yu Xuezhong, Dr. Xu Weiguo, Mr. Chui Tsan Kit and Mr. Han Wenxin.