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愛帝宮母嬰健康股份有限公司
AIDIGONG MATERNAL & CHILD HEALTH LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 286)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 30 DECEMBER 2022

Reference is made to the circular (the “**Circular**”) and the notice of the special general meeting (the “**SGM Notice**”) of Aidigong Maternal & Child Health Limited (the “**Company**”) both dated 9 December 2022. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the SGM Notice.

The Board is pleased to announce that at the SGM held on 30 December 2022, all the resolutions as set forth in the SGM Notice were duly passed by the Shareholders by way of poll in accordance with the requirements of the Listing Rules. The poll results in respect of the resolutions put to vote at the SGM are as follows:

Ordinary Resolution		Number of votes (Approximate %) ^(Note 1)	
		For	Against
1.	<p>(a) To approve the increase in the authorised share capital of the Company from HK\$800,000,000 divided into 80,000,000,000 ordinary shares of HK\$0.01 each to HK\$808,000,000 divided into 80,000,000,000 ordinary shares of HK\$0.01 each, 400,000,000 class A convertible preference shares of HK\$0.01 each and 400,000,000 class B convertible preference shares of HK\$0.01 each by the creation of 400,000,000 new class A convertible preference shares of HK\$0.01 each and 400,000,000 new class B convertible preference shares of HK\$0.01 each; and</p> <p>(b) To authorise any one Director to do all such acts and things and execute all such documents or agreements or deeds which he may consider necessary, desirable or appropriate in connection with and giving effect to the ordinary resolution no. 1(a).</p>	<p>1,371,118,415 (100%)</p>	<p>0 (0%)</p>

Special Resolution		Number of votes (Approximate %) ^(Note 1)	
		For	Against
2.	<p>Conditional upon the passing of the ordinary resolution no. 1:</p> <p>(a) To approve the Bye-laws be amended to reflect the amendments described in the Appendix of the Circular, and such amended Bye-laws be adopted as the new Bye-laws in substitution for, and to the exclusion of, the existing Bye-laws; and</p> <p>(b) To authorise any one Director to do all such acts and things and execute all such documents or agreements or deeds as he may consider necessary, desirable or appropriate in connection with the special resolution no. 2(a).</p>	<p>1,371,118,415 (100%)</p>	<p>0 (0%)</p>

Ordinary Resolutions		Number of votes (Approximate %) ^(Note 1)	
		For	Against
3.	<p>Conditional upon the passing of the special resolution no. 2 and ordinary resolution no. 1:</p> <p>(a) To approve, confirm, authorise and ratify the Subscription under the Subscription Agreement and all transactions contemplated therein and any other agreements or documents in connection therewith; and</p> <p>(b) To authorise any one Director to do all such acts and things and execute and deliver, and (where required) to affix the common seal of the Company to, all such documents or agreements or deeds which he may consider necessary, desirable or appropriate in connection with the ordinary resolution no. 3(a).</p>	<p>1,371,118,415 (100%)</p>	<p>0 (0%)</p>
4.	<p>Conditional upon the passing of the special resolution no. 2 and ordinary resolutions nos. 1 and 3:</p> <p>(a) To grant a specific mandate to the Directors with the power and authority to allot and issue the Convertible Preference Shares in accordance with the terms and conditions of the Subscription Agreement, and to approve such relevant Conversion Shares be allotted and issued upon the conversion of the Convertible Preference Shares in accordance with the terms and conditions of the Subscription Agreement; and</p> <p>(b) To authorise any one Director to do all such acts and things and execute all such documents or agreements or deeds which he may consider necessary, desirable or appropriate in connection with the ordinary resolution no. 4(a).</p>	<p>1,371,118,415 (100%)</p>	<p>0 (0%)</p>

Notes:

1. The number of votes and approximate percentages of voting as stated above are based on the total number of Shares held by the Shareholders who voted at the SGM in person or by proxy.
2. Ms. Zhu Yufei, Mr. Cheung Wai Kuen and Mr. Wong Yiu Kit, Ernest attended the SGM by electronic means. Mr. Lin Jiang, Mr. Li Runping, Ms. Meng Lijia, Mr. Guo Qifei, Ms. Liang Linmin, Ms. Yu Lin, Mr. Huang Wenhua and Mr. Wang Qingyu were unable to attend the SGM due to other business engagements.

As not less than three-fourths of the votes were cast in favour of the above special resolution and more than 50% of the votes were cast in favour of the above ordinary resolutions, all the resolutions were duly passed by the Shareholders by way of poll at the SGM.

Tricor Secretaries Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

As at the date of SGM, the total number of issued Shares was 4,345,014,974, which was the total number of Shares entitling the Shareholders to attend and vote for or against all the resolutions proposed at the SGM. There was no share of the Company entitling the holders to attend and abstain from voting in favour of the resolutions at the SGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the SGM under the Listing Rules. No Shareholder had stated his/her/its intention in the Circular, in which the SGM Notice setting out the above resolutions was contained, to vote against these resolutions or to abstain from voting thereon at the SGM.

By Order of the Board
Aidigong Maternal & Child Health Limited
Zhu Yufei
Chairman

Hong Kong, 30 December 2022

As at the date of this announcement, the Board comprises Ms. Zhu Yufei, Mr. Cheung Wai Kuen, Mr. Lin Jiang, Mr. Li Runping and Ms. Meng Lijia as executive Directors; Mr. Guo Qifei and Ms. Liang Linmin as non-executive Directors; and Ms. Yu Lin, Mr. Wong Yiu Kit, Ernest, Mr. Huang Wenhua and Mr. Wang Qingyu as independent non-executive Directors.