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Link-Asia International MedTech Group Limited

環亞國際醫療科技集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1143)

(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 10 JANUARY 2023 (2) GRANT OF THE WHITEWASH WAIVER

Financial Adviser to the Company

SUNWAH KINGSWAY
新華滙富

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the proposed resolutions set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on 10 January 2023.

Reference is made to the circular dated 16 December 2022 (the “**Circular**”) and the notice of the EGM dated 16 December 2022 (the “**Notice**”) of Link-Asia International MedTech Group Limited (the “**Company**”) in relation to, among other things, the Subscription and the Whitewash Waiver. Unless otherwise defined, capitalized terms used herein should have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

The Board is pleased to announce that all the proposed resolutions set out in the Notice were duly passed by way of poll by the Independent Shareholders at the EGM held on 10 January 2023. The Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued Shares was 1,207,691,855 Shares, the holders of which are entitled to attend the EGM. As at the date of the EGM, No Shareholders is involved or interested in the Subscription and the Whitewash Waiver or would otherwise be required to abstain from voting on or abstain from voting in favour of the relevant resolutions at the EGM to approve the Subscription, the Specific Mandate and the Whitewash Waiver. No Shareholder had previously stated any intention in the Circular to vote against the resolutions proposed at the EGM or to abstain from voting.

Accordingly, the total number of issued Shares entitling the Shareholders to attend and vote on the resolutions at the EGM was 1,207,691,855 Shares.

The attendance record of the directors of the Company (the “**Director(s)**”) at the EGM is set out as follow:

- The executive Director, Mr. Wang Guozhen and the independent non-executive Director, Mr. Chak Chi Shing attended the EGM in person;
- The executive Directors, Ms. Lin Xiaoshan and Mr. Liu Zhiwei attended the EGM by telephone; and
- The executive Director, Mr. Lin Dailian; the independent non-executive Directors, Mr. Yang Weidong and Mr. Li Huiwu absent the EGM due to other engagement.

The poll results in respect of the proposed resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS (Note 1)		Number of votes (cast and approximate percentage of total number of vote cast) (Note 2)	
		FOR	AGAINST
1.	To approve the Subscription Agreement and the transactions contemplated thereunder.	187,299,130 (100%)	0 (0%)
SPECIAL RESOLUTIONS (Note 1)		FOR	AGAINST
2.	To approve the Whitewash Waiver.	187,299,130 (100%)	0 (0%)

Notes:

1. The description of these resolutions is by way of summary only. The full text appears in the notice of EGM set out in the Company’s circular dated 16 December 2022.
2. Calculated based on the total number of votes attaching to all the Shares held by the Independent Shareholders cast in person or by proxy at the EGM.
3. The percentage figures included in the poll results at the EGM above are subject to rounding adjustments.

As more than 50% of the votes were cast in favour of resolution 1, such resolution was duly passed by the Independent Shareholders by way of poll as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of resolution 2, such resolution was duly passed by the Independent Shareholders by way of poll as a special resolution of the Company.

GRANT OF THE WHITEWASH WAIVER

The Executive has granted the Whitewash Waiver on 6 January 2023, subject to the fulfilment of the following conditions:

- (1) (a) the Whitewash Waiver and (b) the Subscription being separately approved by at least 75% and more than 50% respectively of the independent vote (as defined in Note 1 on dispensations from Rule 26 of the Takeovers Code) that are cast either in person or by proxy at general meeting of the Company, to be taken on a poll; and
- (2) unless the Executive gives prior consent, no acquisition or disposal of voting rights being made by the Subscriber and its ultimate beneficial owner or any person acting in concert with any of them between the date of the Announcement and the date of Completion.

The aforementioned conditions (1) had been duly fulfilled as at the date of this announcement. Further announcement(s) will be made by the Company upon Completion.

EFFECT OF THE SHAREHOLDING STRUCTURE OF THE COMPANY

As at the date of this announcement, the relevant securities of the Company comprise a total of 1,207,691,855 Shares and a total of 30,982,791 outstanding Share Options granted under the Share Option Scheme with rights to subscribe for a total of 30,982,791 Shares at the exercise price of HK\$0.346 per Share. Save as disclosed above, the Company has no other outstanding securities, options or warrants in issue which confer any right to subscribe for, convert or exchange into Shares as at the date of this announcement.

The following table summarises the shareholding structure of the Company (i) as at the date of EGM; and (ii) immediately upon allotment and issue of the Subscription Shares (assuming that there is no other change in the share capital of the Company and no conversion of any of the Share Options of the Company prior to Completion):

	As at the date of EGM		Immediately upon allotment and issue of the Subscription Shares	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
The Subscriber and parties acting in concert with it	—	—	517,600,000	30.0
Power Port Holdings Limited (Note 1)	75,817,000	6.3	75,817,000	4.4
Keywan Global Limited (Note 2)	49,500,000	4.1	49,500,000	2.9
Mr. Sy Ming Yiu	100,000,000	8.3	100,000,000	5.8
Public Shareholders	<u>982,374,855</u>	<u>81.3</u>	<u>982,374,855</u>	<u>56.9</u>
Total	<u>1,207,691,855</u>	<u>100.0</u>	<u>1,725,291,855</u>	<u>100.0</u>

Notes:

1. Power Port Holdings Limited, which is a company incorporated in the British Virgin Islands, is wholly-owned by Ms. Yang Changrong.
2. Keywan Global Limited, which is a company incorporated in the British Virgin Islands, is wholly-owned by Mr. He Xiaoming.
3. As at the date of the announcement, none of the Directors and their respective associates is interested in any Shares.
4. The percentage figures have been subject to rounding adjustments. Any discrepancies between totals and sums of amounts listed herein are due to rounding adjustments.

Shareholders and potential investors should exercise caution when dealing in the securities of the Company, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Link-Asia International MedTech Group Limited
Lin Dailian
Chairman and executive Director

Hong Kong, 10 January 2023

As at the date of this announcement, the Board comprises Mr. Lin Dailian (Chairman), Mr. Wang Guozhen, Mr. Liu Zhiwei and Ms. Lin Xiaoshan as executive Directors; Mr. Li Huiwu, Mr. Yang Weidong and Mr. Chak Chi Shing as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.