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China Wah Yan Healthcare Limited

(Trading as: Wah Yan Bright Healthcare)

中國華仁醫療有限公司

(商標：華仁明全醫療)

(Incorporated in Hong Kong with limited liability)

(Stock Code: 648)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 2 February 2023:

- (i) Mr. Lin Pinzhuo has been appointed as an independent non-executive director, chairman of the nomination committee and a member of the audit committee and the remuneration committee;
- (ii) Ms. Hu Xuezhen has been appointed as the chairperson of the remuneration committee; and
- (iii) Mr. Chan Ka Chung has resigned as a member of the remuneration committee and the nomination committee.

The board (the “Board”) of directors of China Wah Yan Healthcare Limited (the “Company”) is pleased to announce that Mr. Lin Pinzhuo has been appointed as an independent non-executive director, chairman of the nomination committee and a member of the audit committee and the remuneration committee of the Board with effect from 2 February 2023.

Mr. Lin, aged 57, has 30 years of experience in product commercialization, production, business development and marketing. He has held management positions in a number of telecommunications and technology companies in China. Mr. Lin graduated from Shenzhen University with specialization in electronics and computer science.

Mr. Lin (i) has not held any directorship in any public listed company in Hong Kong or overseas in the last three years preceding the date of this announcement; (ii) does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company; (iii) is not interested in or deemed to be interested in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) does not hold any other position in the Company or its subsidiaries.

Mr. Lin has not entered into a service contract with the Company and will hold office until the next general meeting of the Company and thereafter subject to retirement by rotation and re-election once every three years at the annual general meeting of the Company in accordance with its articles of association. Mr. Lin is entitled to a director's fee of HK\$96,000 per annum as determined by reference to his duties and responsibilities with the Company.

Save as disclosed above and as far as the Board is aware, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of The Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") nor is there any other matter in relation to the appointment of Mr. Lin that needs to be brought to the attention of the shareholders of the Company.

The Board warmly welcomes Mr. Lin to join the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that effective from 2 February 2023, Ms. Hu Xuezheng, an independent non-executive director, has been appointed as the chairperson of the remuneration committee of the Board.

Mr. Chan Ka Chung has resigned as a member of the remuneration committee and the nomination committee of the Board with effect from 2 February 2023. Mr. Chan has confirmed that there is no matter in relation to his resignation as a member of these committees that needs to be brought to the attention of the shareholders of the Company.

COMPLIANCE WITH THE LISTING RULES

As at the date of this announcement, (i) the Company has three independent non-executive directors; (ii) each of the audit committee, the remuneration committee and the nomination committee of the Board comprises three members, all of whom are independent non-executive directors; and (iii) a member of the audit committee possesses the professional qualification required under the Listing Rules. Accordingly, the Company has complied with the Listing Rules in respect of the composition of the Board and its audit committee, remuneration committee and nomination committee.

GENERAL

Trading in the shares of the Company will continue to be suspended pending fulfilment of the resumption conditions imposed by the Stock Exchange. The Company will keep its shareholders and potential investors posted of any material development in this regard as and when appropriate.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

For and on behalf of the board of
China Wah Yan Healthcare Limited
Lam Sung Him Gaston
Company Secretary

Hong Kong, 2 February 2023

As at the date of this announcement, the Board comprises Mr. Chan Ka Chung, Mr. Cheung Wai Kwan and Mr. Wang Jianguo as executive directors; and Ms. Hu Xuezheng, Mr. Lin Pinzhuo and Mr. Yiu Chun Wing as independent non-executive directors.