

---

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTIONS**

---

**If you are in doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or other registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in China Wah Yan Healthcare Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

---



## **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)

### **CHANGE OF COMPANY NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

---

The notice convening the EGM to be held at 1:30 p.m. on Monday, 13 March 2023 at 2703, 27/F., Shui On Centre, Harbour Road, Wanchai, Hong Kong is set out on pages 5 to 6 of this circular.

Whether or not you are able to attend the EGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and deposit at the office of the Company's share registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy or delivery of an instrument appointing a proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and, in such event, the form of proxy or the instrument appointing a proxy shall be deemed being revoked.

16 February 2023

---

## CONTENTS

---

	<i>Page</i>
Definition . . . . .	1
Letter from the Board . . . . .	2
Notice of EGM . . . . .	5

---

## DEFINITION

---

*In this circular, the following expressions have the following meanings:*

“Board”	the board of Directors
“Company”	China Wah Yan Healthcare Limited, a company incorporated in Hong Kong with limited liability and the shares of which are listed on the Stock Exchange
“Directors”	the directors of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held at 2703, 27/F., Shui On Centre, Harbour Road, Wanchai, Hong Kong, on Monday, 13 March 2023 at 1:30 p.m. for the Shareholders to consider and, if thought fit, approve the Name Change
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Name Change”	the proposed change of the English name of the Company from “China Wah Yan Healthcare Limited” to “SoftMedx Healthcare Limited” and its Chinese name from 「中國華仁醫療有限公司」 to 「京玖醫療健康有限公司」
“Share(s)”	ordinary share(s) the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

---

## LETTER FROM THE BOARD

---



# 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)

*Executive Directors:*

Mr. Chan Ka Chung  
Mr. Cheung Wai Kwan  
Mr. Wang Jianguo

*Registered office:*

Level 38, Infinitus Plaza  
199 Des Voeux Road Central  
Sheung Wan,  
Hong Kong

*Independent Non-executive Directors:*

Ms. Hu Xuezheng  
Mr. Lin Pinzhuo  
Mr. Yiu Chun Wing

16 February 2023

*To the Shareholders*

Dear Sir or Madam,

### **CHANGE OF COMPANY NAME AND NOTICE OF EXTRAORDINARY GENERAL MEETING**

#### **INTRODUCTION**

The purpose of this circular is to provide you with information regarding the Name Change and the notice convening the EGM.

#### **THE NAME CHANGE**

The Board proposes to change the Company's English name from "China Wah Yan Healthcare Limited" to "SoftMedx Healthcare Limited" and its Chinese name from 「中國華仁醫療有限公司」 to 「京玖醫療健康有限公司」.

---

## LETTER FROM THE BOARD

---

### Conditions of the Name Change

The Name Change is subject to the following conditions:

- (i) the passing of a special resolution by the shareholders of the Company to approve the Name Change at the general meeting of the Company; and
- (ii) the Registrar of Companies of Hong Kong approving the new name in English and Chinese and issuing a certificate of change of name.

Subject to fulfilment of the above conditions, the Name Change will take effect from the date of issuance of the certificate of change of name by the Registrar of Companies of Hong Kong.

### Reasons for the Name Change

In light of the disruptive impact of the COVID-19 pandemic on the business activities in different geographical locations and market segments, the Company has been shifting its business focus from China to Hong Kong and overseas market. With this new focus, the Company's business development will not be restricted to China and, while the Company will continue to develop its existing business, it will also take a diversified approach in exploring new business opportunities which will enhance the long term return to the Company and its shareholders. As such, the Board considers that the Name Change, which would refresh the Company's corporate image and better reflect its current status and its future business development direction, is in the interests of the Company and its shareholders as a whole.

### Effect of the Name Change

The Name Change will not affect any of the rights of the existing Shareholders or the Company's daily business operations and financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will continue to be evidence of legal title and valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for the exchange of share certificates of the Company under its existing name for new share certificates under the new name. Once the Name Change becomes effective, the new share certificates of the Company will be issued only in its new name.

The Company will make further announcements on the effective date of the Name Change and the new stock short names of the Company for trading on the Stock Exchange as and when appropriate.

### THE EGM

The EGM will be held at 2703, 27/F., Shui On Centre, Harbour Road, Wanchai, Hong Kong at 1:30 p.m., Monday, 13 March 2023 for the Shareholders to consider and, if thought fit, pass the special resolution for approving the Name Change. The notice convening the EGM is set out on pages 5 to 6 of this circular. The special resolution to be approved at the EGM will be taken by poll and an announcement on the poll results of the EGM will be made by the Company after the EGM.

---

## LETTER FROM THE BOARD

---

A form of proxy for use at the EGM is enclosed with this circular. You may complete and deposit the form at the office of the Company's share registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time for holding of the EGM or any adjournment thereof. Return of the form of proxy or delivery of an instrument appointing a proxy will not preclude you from attending and voting in person at the EGM should you so wish and, in such event, the form of proxy or the instrument appointing the proxy shall be deemed being revoked.

To the best of the Directors' knowledge, information and belief, no Shareholder has any material interest in the Name Change and therefore no Shareholder is required to abstain from voting to approve the resolution on the Name Change at the EGM.

### **CLOSURE OF REGISTER OF MEMBERS**

For determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 8 March 2023 to Monday, 13 March 2023 (both dates inclusive) during which period no transfer of Shares will be registered.

In order to be eligible to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the office of the Company's share registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Tuesday, 7 March 2023.

### **RECOMMENDATION**

The Directors consider that the Name Change is in the interest of the Company and its shareholders as a whole and therefore recommend the Shareholders to vote in favour of the resolution approving the Name Change at the EGM.

Yours faithfully  
For and on behalf of the Board  
**China Wah Yan Healthcare Limited**  
**Cheung Wai Kwan**  
*Executive Director*

---

## NOTICE OF EGM

---



# 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)

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “EGM”) of China Wah Yan Healthcare Limited (the “Company”) will be held at 2703, 27/F., Shui On Centre, Harbour Road, Wanchai, Hong Kong on Monday, 13 March 2023 at 1:30 p.m.. for the purpose of considering and, if thought fit, passing the following resolution of the Company:

### SPECIAL RESOLUTION

**THAT**, subject to the approval of the Registrar of Companies of Hong Kong, the English name of the Company be changed from “China Wah Yan Healthcare Limited” to “SoftMedx Healthcare Limited” and the Chinese name of the Company be changed from 「中國華仁醫療有限公司」 to 「京玖醫療健康有限公司」, and that any of the directors of the Company be and is hereby authorised to do all such acts and things and execute all documents or make such arrangements as he/she may, in his/her absolute discretion, consider necessary or expedient to effect the above mentioned change of name of the company name.

By Order of the Board  
**China Wah Yan Healthcare Limited**  
**Cheung Wai Kwan**  
*Executive Director*

Hong Kong, 16 February 2023

*Notes:*

- (1) A member being entitled to attend and vote at the above meeting is entitled to appoint a proxy or, if he/she/it is a holder of more than one share, more proxies to attend and vote instead of him/her/it. A proxy need not be a member of the Company.
- (2) Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either personally or by proxy, in respect of such share as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

---

## NOTICE OF EGM

---

- (3) An instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority or the completed form of proxy must be lodged with the Company's share registrar at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not less than 48 hours (exclusive of any part of a day that is a public holiday) before the time appointed for holding the meeting.
- (4) Return of the form of proxy or that instrument appointing a proxy will not preclude a member from attending the meeting and voting in person at the meeting if he/she/it so desires. If a member attends the meeting after having deposited the form or the instrument, his/her/its form or instrument will be deemed being revoked.
- (5) For determining the entitlement of the shareholders of the Company to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 8 March 2023 to Monday, 13 March 2023 (both dates inclusive) during which period no transfer of shares of the Company will be registered. In order to qualify for entitlement to attend and vote at the EGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with Tricor Tengis Limited no later than 4:30 p.m. on Tuesday, 7 March 2023.