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China Medical & HealthCare Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 383)

PROPOSED ADOPTION OF NEW BYE-LAWS

This announcement is made by China Medical & HealthCare Group Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

The board of directors (“**Board**”) of the Company proposes to amend the existing bye-laws (the “**Bye-Laws**”) of the Company (“**Proposed Amendments**”) by way of adoption of a new set of bye-laws (“**New Bye-Laws**”) incorporating and consolidating the Proposed Amendments in substitution for and to the exclusion of the Bye-Laws in order to, among others, (i) bring the Bye-Laws in line with the relevant requirements of the Listing Rules, including the core shareholder protection standards set out in Appendix 3 to the Listing Rules, and the applicable laws of Bermuda; (ii) allow general meetings to be held as electronic meeting or a hybrid meeting; and (iii) make other housekeeping amendments (collectively, the “**Proposed Amendments**”).

The Proposed Amendments and the proposed adoption of the New Bye-Laws are subject to the approval of the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting of the Company (“**AGM**”) to be held on Thursday, 1 June 2023, and will become effective upon the approval by the Shareholders at the AGM.

A circular of the Company containing, among other things, details of the Proposed Amendments to the Bye-Laws by way of adoption of the New Bye-Laws, together with a notice convening the AGM will be despatched to the Shareholders on or before Friday, 28 April 2023.

The Chinese version of the Proposed Amendments in the circular is a translation for reference only and in case of discrepancy between the English version and the Chinese version, the English version shall prevail.

By Order of the Board
China Medical & HealthCare Group Limited
Chong Sok Un
Deputy Chairman

Hong Kong, 27 April 2023

As at the date of this announcement, the Board comprises:

Executive Directors

Ms. Chong Sok Un (Deputy Chairman), Mr. Kong Muk Yin, Mr. Guo Meibao and Mr. Zhou Haiying

Non-Executive Directors

Mr. Lai Hin Wing Henry Stephen and Mr. Gao Zhaoyuan

Independent Non-Executive Directors

Mr. Zhang Jian, Dr. Xia Xiaoning, Dr. Wong Wing Kuen, Albert and Ms. Yang Lai Sum, Lisa