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**Town Health International Medical Group Limited**  
**康健國際醫療集團有限公司**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 3886)**

- (1) RETIREMENT OF DIRECTORS;**  
**(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES;**  
**(3) CHANGE OF CHAIRMAN;**  
**(4) CESSATION OF APPOINTMENT OF DEPUTY CHAIRMEN;**  
**(5) CHANGE OF CHIEF EXECUTIVE OFFICER;**  
**AND**  
**(6) CHANGE OF AUTHORISED REPRESENTATIVE**

**RETIREMENT OF DIRECTORS**

As disclosed in the Announcements, with effect from the conclusion of the AGM, (i) each of Mr. Jin Zhaogen, Ms. Zhao Xiangke, Dr. Tsang Wah Tak, Kenneth, Mr. Shiu Shu Ming and Mr. Liu Gefung retired as an executive Director; and (ii) Mr. Kong Dechang retired as a non-executive Director.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that:

- (i) with effect from the conclusion of the AGM, Mr. Jin Zhaogen ceased to be a member of each of the Nomination Committee and the Remuneration Committee following his retirement as an executive Director;
- (ii) with effect from the conclusion of the AGM, Dr. Tsang Wah Tak, Kenneth ceased to be a member of each of the Nomination Committee and the Remuneration Committee following his retirement as an executive Director;
- (iii) with effect from the conclusion of the AGM, Mr. Kong Dechang ceased to be the chairman of the Nomination Committee following his retirement as a non-executive Director;
- (iv) with effect from 20 June 2023, Ms. Lau Wai Yee, Susanna, an executive Director, has been appointed as a member of the Nomination Committee;
- (v) with effect from 20 June 2023, Mr. Chan Chun Hong, an executive Director, has been appointed as a member of each of the Nomination Committee and the Remuneration Committee; and
- (vi) with effect from 20 June 2023, Mr. Ho Kwok Wah, George, *MH*, an independent non-executive Director, has been appointed as the chairman of the Nomination Committee.

## **CHANGE OF CHAIRMAN**

The Board announces that, (i) with effect from the conclusion of the AGM, Mr. Kong Dechang ceased to be the Chairman following his retirement as a non-executive Director; and (ii) with effect from 20 June 2023, Mr. Chan Chun Hong, an executive Director, has been appointed as the Chairman.

## **CESSATION OF APPOINTMENT OF DEPUTY CHAIRMEN**

The Board announces that, with effect from the conclusion of the AGM, each of Dr. Tsang Wah Tak, Kenneth and Mr. Liu Gefeng ceased to be a Deputy Chairman following his retirement as an executive Director.

## **CHANGE OF CHIEF EXECUTIVE OFFICER**

The Board announces that, with effect from 20 June 2023, (i) Mr. Jin Zhaogen resigned as the Chief Executive Officer; and (ii) Dr. Wong Chi Kit Nelson, an executive Director, has been appointed as the Chief Executive Officer.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces that, (i) with effect from the conclusion of the AGM, Ms. Zhao Xiangke ceased to be an Authorised Representative; and (ii) with effect from 20 June 2023, Mr. Chan Chun Hong, an executive Director and the Chairman, has been appointed as an Authorised Representative.

Reference is made to (i) the circular (“**Circular**”) of Town Health International Medical Group Limited (“**Company**”) dated 19 May 2023 in relation to the proposals for re-election of retiring directors, general mandates to issue shares and to repurchase shares and declaration of final dividend to be approved by the shareholders of the Company at the annual general meeting (“**AGM**”) held on 20 June 2023; (ii) the notice (“**AGM Notice**”) of the AGM dated 19 May 2023; (iii) the announcement (“**Retirement Announcement**”) of the Company dated 16 June 2023 in relation to, among others, the retirement of the Directors; and (iv) the announcement of the Company dated 20 June 2023 in relation to the poll results of the AGM (“**Poll Results Announcement**”, together with the Retirement Announcement, the “**Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, the AGM Notice and the Announcements.

## **RETIREMENT OF DIRECTORS**

As disclosed in the Announcements, with effect from the conclusion of the AGM, (i) each of Mr. Jin Zhaogen (“**Mr. Jin**”), Ms. Zhao Xiangke (“**Ms. Zhao**”), Dr. Tsang Wah Tak, Kenneth (“**Dr. Tsang**”), Mr. Shiu Shu Ming (“**Mr. Shiu**”) and Mr. Liu Gefeng (“**Mr. Liu**”) retired as an executive Director; and (ii) Mr. Kong Dechang (“**Mr. Kong**”) retired as a non-executive Director.

## CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that:

- (i) with effect from the conclusion of the AGM, Mr. Jin ceased to be a member of each of the Nomination Committee and the Remuneration Committee following his retirement as an executive Director;
- (ii) with effect from the conclusion of the AGM, Dr. Tsang ceased to be a member of each of the Nomination Committee and the Remuneration Committee following his retirement as an executive Director;
- (iii) with effect from the conclusion of the AGM, Mr. Kong ceased to be the chairman of the Nomination Committee following his retirement as a non-executive Director;
- (iv) with effect from 20 June 2023, Ms. Lau Wai Yee, Susanna, an executive Director, has been appointed as a member of the Nomination Committee;
- (v) with effect from 20 June 2023, Mr. Chan Chun Hong (“**Mr. Chan**”), an executive Director, has been appointed as a member of each of the Nomination Committee and the Remuneration Committee; and
- (vi) with effect from 20 June 2023, Mr. Ho Kwok Wah, George, *MH*, an independent non-executive Director, has been appointed as the chairman of the Nomination Committee.

## CHANGE OF CHAIRMAN

The Board announces that, (i) with effect from the conclusion of the AGM, Mr. Kong ceased to be the chairman of the Company (“**Chairman**”) following his retirement as a non-executive Director; and (ii) with effect from 20 June 2023, Mr. Chan, an executive Director, has been appointed as the Chairman.

The biographical details of Mr. Chan are set out below:

Mr. Chan, aged 59, has been appointed as an executive Director since 2 March 2023. Mr. Chan graduated from The Hong Kong Polytechnic University with a degree of Bachelor of Arts in Accountancy in November 1997.

Mr. Chan was an executive director and the managing director of Wang On Group Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 1222) from March 1997 to February 2021 and from September 2005 to February 2021, respectively. With respect to Easy One Financial Group Limited, a company whose shares were listed on the Main Board of the Stock Exchange until its listing was withdrawn from the Stock Exchange on 21 October 2020 (former stock code: 221), Mr. Chan was its managing director and executive director from January 2007 to December 2020 and its chairman from June 2008 to December 2020. Mr. Chan was the chairman and an executive director of China Agri-Products Exchange Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 149) from February 2009 to February 2021. He was appointed as the chief executive officer of China Agri-Products Exchange Limited from August 2010 to February 2021. Mr. Chan was the chairman and a non-executive director of Wang On Properties Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code:1243) from December 2015 to February 2021. Mr. Chan was the managing director and an executive director of Wai Yuen Tong Medicine Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 897), from August 2001 to March 2018 and from August 2001 to February 2021, respectively.

Mr. Chan was a director of the companies below, which were deregistered or struck off or, the business registration of which was cancelled as these companies ceased to carry on business. As confirmed by Mr. Chan, each of these companies was dormant at the time when it was dissolved and so far as he was aware, the dissolution of these companies has not resulted in any liability or obligation being imposed against him.

<b>Name of company</b>	<b>Place of incorporation</b>	<b>Nature of business</b>	<b>Means of dissolution</b>	<b>Date of dissolution/ cancellation of business registration</b>	<b>Reason for dissolution/ cancellation of business registration</b>
Asia Richly Investment Limited	Hong Kong	Property holding	Deregistration	17 February 2012	Dormant
Bondrich Enterprises Limited	Hong Kong	<i>(Note)</i>	Deregistration	11 May 2018	Dormant
Caltex Investment Limited	Hong Kong	Investment holding	Deregistration	22 March 2013	Dormant
Charm Capital Enterprises Limited	Hong Kong	<i>(Note)</i>	Deregistration	8 June 2018	Dormant
China Agri-Products (Chenzhou) Limited	Hong Kong	Investment holding	Deregistration	11 May 2018	Dormant
China Agri-Products (Fuzhou) Limited	Hong Kong	<i>(Note)</i>	Deregistration	11 May 2018	Dormant
China Agri-Products (Huzhou) Limited	Hong Kong	<i>(Note)</i>	Deregistration	18 January 2019	Dormant
China Agri-Products (Shiyan) Limited	Hong Kong	<i>(Note)</i>	Deregistration	25 May 2018	Dormant
China Agri-Products (Taizhou) Limited	Hong Kong	<i>(Note)</i>	Deregistration	11 May 2018	Dormant
China Agri-Products (Yueyang) Limited	Hong Kong	Investment holding	Deregistration	11 May 2018	Dormant
China Agri-Products Investment Holdings Limited	Hong Kong	<i>(Note)</i>	Deregistration	18 May 2018	Dormant
CITIC Asset Management (Holding) Corporation Limited	Hong Kong	<i>(Note)</i>	Deregistration	8 June 2018	Dormant
Excel Hero Investment Limited	Hong Kong	Property holding	Deregistration	17 February 2012	Dormant
First Gain Development Limited	Hong Kong	<i>(Note)</i>	Deregistration	3 August 2018	Dormant
Gold Riches Developments Limited	British Virgin Islands	Property holding	Winding Up (others)	20 June 2000	Dormant
Grand Basic Limited	Hong Kong	<i>(Note)</i>	Deregistration	15 June 2018	Dormant
Group Century Limited	Hong Kong	<i>(Note)</i>	Deregistration	30 September 2020	Dormant
Group Win Development Limited	Hong Kong	<i>(Note)</i>	Deregistration	11 May 2018	Dormant
Hong Jin Agri-Products Logistics Group Limited	Hong Kong	<i>(Note)</i>	Deregistration	8 June 2018	Dormant
Hong Jin Agri-Products Wholesale Market (Luohe) Limited	Hong Kong	<i>(Note)</i>	Deregistration	15 June 2018	Dormant

<b>Name of company</b>	<b>Place of incorporation</b>	<b>Nature of business</b>	<b>Means of dissolution</b>	<b>Date of dissolution/ cancellation of business registration</b>	<b>Reason for dissolution/ cancellation of business registration</b>
Hong Jin Agri-Products Wholesale Market (Zhanjiang) Limited	Hong Kong	<i>(Note)</i>	Deregistration	8 June 2018	Dormant
Keytech Investment Limited	Hong Kong	Investment holding	Deregistration	8 February 2013	Dormant
Lucky Century Limited	Hong Kong	Investment holding	Deregistration	19 April 2013	Dormant
Real World Limited	British Virgin Islands	Investment holding	Strike-off	28 January 2003	Dormant
Rich Fine Limited	Hong Kong	Investment holding	Deregistration	28 December 2012	Dormant
Sky Regal Investment Limited	Hong Kong	Property holding	Deregistration	2 March 2012	Dormant
Smart Base Investments Limited	Hong Kong	<i>(Note)</i>	Deregistration	11 May 2018	Dormant
South Global Investment Limited	Hong Kong	Investment holding	Deregistration	28 June 2013	Dormant
Supermix Investment Limited	Hong Kong	Investment holding	Deregistration	28 December 2012	Dormant
Venko Limited	Hong Kong	Investment holding	Deregistration	30 September 2011	Dormant
Whole Winner Investment Limited	Hong Kong	Property holding	Deregistration	17 February 2012	Dormant
憑祥宏進農副產品批發市場有限公司	PRC	Provision of management services	Business registration cancelled	28 July 2014	Dormant
廣州宏安企業管理諮詢有限公司	PRC	Provision of management services	Business registration cancelled	19 August 2014	Dormant
常州中悅房地產開發有限公司	PRC	Provision of management services	Business registration cancelled	31 March 2009	Dormant
常州金億利房地產開發有限公司	PRC	Provision of management services	Business registration cancelled	31 March 2009	Dormant
東莞宏安企業管理諮詢有限公司	PRC	Provision of management services	Business registration cancelled	10 May 2011	Dormant

*Note:* The company had not commenced business since its incorporation.

Save as disclosed above, as at the date of this announcement, Mr. Chan (i) did not hold any directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other positions with the Company or other members of the Group; and (iii) does not hold any other major appointment and professional qualification.

As at the date of this announcement, Mr. Chan (i) does not have any relationship with any Directors, senior management, substantial or controlling Shareholders (having the meanings ascribed to them in the Listing Rules); and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

Mr. Chan has entered into an employment contract with the Group as the Chairman, under which he will be entitled to a remuneration consisting of a basic salary of HK\$250,000 per month and an annual discretionary bonus. Pursuant to the letter of appointment entered into between Mr. Chan and the Company in relation to his appointment as an executive Director for a term commencing from 2 March 2023 to 31 December 2024, he is subject to rotation and re-election at general meeting of the Company in accordance with the Bye-laws, and he is entitled to an emolument of HK\$20,000 per month, which was determined by the Board with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Chan as the Chairman that need to be brought to the attention of the Shareholders.

## **CESSATION OF APPOINTMENT OF DEPUTY CHAIRMEN**

The Board announces that, with effect from the conclusion of the AGM, each of Dr. Tsang and Mr. Liu ceased to be a deputy chairman of the Company (“**Deputy Chairman**”) following his retirement as an executive Director.



## CHANGE OF CHIEF EXECUTIVE OFFICER

The Board announces that, with effect from 20 June 2023, (i) Mr. Jin resigned as the chief executive officer of the Company (“**Chief Executive Officer**”) due to his other commitments; and (ii) Dr. Wong Chi Kit Nelson (“**Dr. Wong**”), an executive Director, has been appointed as the Chief Executive Officer.

Mr. Jin has confirmed that he does not have any disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The biographical details of Dr. Wong are set out below:

Dr. Wong, aged 69, has been appointed as an executive Director since 28 June 2022. He is the chief executive of Dr. Vio & Partners Limited, a non-wholly owned subsidiary of the Company.

Dr. Wong received his medical education at the University of London on a British Council Scholarship. In 1981, he passed his Diploma of Membership of the Royal Colleges of Physicians of the United Kingdom, MRCP (UK). He subsequently embarked on a self-study course in insurance operations and was awarded the Fellowship Diploma of the Life Management Institute (FLMI) with Distinction in 1987. He was formerly a part-time Consultant of several major insurers.

Dr. Wong is a serial entrepreneur, having built and sold 3 successful medical firms to listed companies. In 1982, he co-founded Allied Medical Practices Guild with an innovative structure and a disruptive business model. Dr. Wong pioneered a unique intranet Point-of-Sale system to facilitate front-line eligibility checking and back-office Electronic Data Interchange in 1998, before e-commerce became fashionable. He tried to retire in 2003, only to be lured out of retirement in 2005 to take the helm at Dr. Vio & Partners Limited.

Dr. Wong was the invited author of a book chapter on Managed Care in The University of Hong Kong position book on Hong Kong’s Health System in 2006. He served on the Working Group on Primary Care under the HKSAR Government’s Health and Medical Development Advisory Committee from 2008-2016. Dr. Wong is a Vice-Chairman of the Business and Professionals Federation of Hong Kong. His latest innovation is effective Pharmacy Benefit Management.

Dr. Wong was a director of Ringbell Company Limited (“**Ringbell**”), a private company incorporated in Hong Kong and dissolved by deregistration on 15 August 2003 under section 291AA of Chapter 32. Ringbell was inactive before deregistration. As confirmed by Dr. Wong, Ringbell was solvent prior to its dissolution.

Save as disclosed above, as at the date of this announcement, Dr. Wong does not hold (i) any other positions with the Company or other members of the Group; and (ii) any other major appointment and professional qualification.

As at the date of this announcement, Dr. Wong (i) did not hold any directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Directors, senior management, substantial or controlling Shareholders (having the meanings ascribed to them in the Listing Rules); and (iii) is not interested in any Shares within the meaning of Part XV of the SFO.

Dr. Wong has entered into a letter of appointment with the Company as the Chief Executive Officer, under which he will not be entitled to any remuneration from the Company. Pursuant to the letter of appointment entered into between Dr. Wong and the Company in relation to his appointment as an executive Director for a term commencing from 28 June 2022 to 31 December 2024, he is subject to rotation and re-election at general meeting of the Company in accordance with the Bye-laws, and he is entitled to an emolument of HK\$20,000 per month, which was determined by the Board with reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions. Pursuant to the employment contract entered into between Dr. Wong and Dr. Vio & Partners Limited, Dr. Wong is entitled to remuneration of HK\$419,605 per month, which was determined with reference to his duties and responsibilities with Dr. Vio & Partners Limited and the prevailing market conditions.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Dr. Wong as the Chief Executive Officer that need to be brought to the attention of the Shareholders.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces that, (i) with effect from the conclusion of the AGM, Ms. Zhao ceased to be an authorised representative (pursuant to Rule 3.05 of the Listing Rules) (“**Authorised Representative**”) of the Company; and (ii) with effect from 20 June 2023, Mr. Chan, an executive Director and the Chairman, has been appointed as an Authorised Representative.

The Board would like to take this opportunity to thank Mr. Jin, Ms. Zhao, Dr. Tsang, Mr. Shiu, Mr. Liu and Mr. Kong for their valuable contribution and services during their respective tenure of office. The Board wishes to extend its warmest welcome to Mr. Chan and Dr. Wong on their new appointments as the Chairman and the Chief Executive Officer, respectively.

On behalf of the Board  
**Town Health International Medical Group Limited**  
**Chan Chun Hong**  
*Executive Director and Chairman*

Hong Kong, 20 June 2023

*As at the date of this announcement, the executive Directors are Mr. Chan Chun Hong (Chairman), Dr. Wong Chi Kit Nelson (Chief Executive Officer), Dr. Wong Chun Wa, Mr. Ng Ting Chi, Ms. Yao Yuan and Ms. Lau Wai Yee, Susanna; the non-executive Director is Mr. Hou Jun; and the independent non-executive Directors are Mr. Ho Kwok Wah, George, MH, Mr. Yu Xuezhong, Dr. Xu Weiguo, Mr. Chui Tsan Kit, Mr. Han Wenxin, Mr. Hung Hing Man and Mr. Tang Chi Kong.*