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LIFE HEALTHCARE GROUP LIMITED

蓮和醫療健康集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 928)

**RESIGNATION OF EXECUTIVE DIRECTOR,
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces the following changes of the Company all with effect from 23 August 2023:

1. Mr. Yuan Limin has resigned as an Executive Director;
2. Ms. Yang Xilin has been appointed as an independent non-executive Director, and the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee;
3. Ms. Yan Ming has been appointed as an independent non-executive Director, and the chairman of the Remuneration Committee and a member of the Audit Committee,
4. Mr. Gu Jianguo has been appointed as the chairman of the Nomination Committee;
5. Dr. Wang, Bruce Xianliang has resigned as an independent non-executive Director, the chairman of each of the Audit Committee and the Nomination Committee, and a member of the Remuneration Committee;
6. Dr. Zhao, Shawn Xiaohong has resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

The board (the “**Board**”) of directors (“**Director(s)**”) of Life Healthcare Group Limited (the “**Company**”) is pleased to announce the followings:

RESIGNATION OF EXECUTIVE DIRECTOR

The Board announces that Mr. Yuan Limin (“**Mr. Yuan**”) has tendered his resignation as an executive director of the Company with effect from 23 August 2023 as he needs to devote more time to his other business engagements.

Mr. Yuan confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yuan for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce the following appointments:

Ms. Yang Xilin (“**Ms. Yang**”) has been appointed as an independent non-executive Director, and the chairman of the Audit Committee of the Company (“**Audit Committee**”) and a member of each of the Nomination Committee of the Company (“**Nomination Committee**”) and the Remuneration Committee of the Company (“**Remuneration Committee**”) with effect from 23 August 2023.

Ms. Yang, aged 36, has over 10 years of experience in accounting and financial management. Ms. Yang has worked as the Chief Financial Officer of Hong Kong Petrochemical Co. Limited since July 2023. From July 2022 to July 2023, Ms. Yang was the Chief Investment Officer of GDH Property Management Limited. From May 2021 to December 2021, Ms. Yang was a capital market director of Atlas (China) Limited. From January 2018 to May 2021, Ms. Yang worked as an investment manager of Times China Holdings Limited, a company listed on the Stock Exchange (Stock Code: 1233). From December 2015 to January 2018, Ms. Yang worked as a senior project officer of Shenzhen Qianhai PricewaterhouseCoopers Business Consulting Services Co. Limited. From October 2012 to October 2015, Ms. Yang worked as an audit associate of PricewaterhouseCoopers Zhong Tian CPAs Limited Company (Shenzhen). Ms. Yang is a member of the Institute of the Chartered Secretaries and Administrators. Ms. Yang obtained a Bachelors’ Degree in Business Administration in Accounting from the University of Macao, and a Master’s Degree in Professional Accounting and Corporate Governance from the City University of Hong Kong.

Ms. Yan Ming (“**Ms. Yan**”) has been appointed as an independent non-executive Director, and the chairman of the Remuneration Committee and a member of the Audit Committee with effect from 23 August 2023.

Ms. Yan, aged 42, has over 20 years in general management. Ms Yan has worked as the general manager of Mianyang Heli Medical Health Management Co. Limited (綿陽合力醫療健康管理有限公司) since November 2005. Ms. Yan obtained a Bachelors’ Degree in Civil Engineering from the Southwest University of Science and Technology (西南科技大學).

Save as disclosed in this announcement, as at the date hereof, Ms. Yang and Ms. Yan do not hold (i) any other position in the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Ms. Yang and Ms. Yan have no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Rules governing the Listing of Securities (the “**Listing Rules**”) and does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Under the letters of appointment entered into between Ms. Yang and Ms. Yan respectively and the Company, their term of service is three years. Their directorship in the Company is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The remuneration of Ms. Yang and Ms. Yan is HK\$20,000 per month respectively which is determined by the Board and the Remuneration Committee with reference to his experience, duties and responsibilities within the Company.

Ms. Yang and Ms. Yan confirmed that they have met the independence criteria set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there are no other matters relating to the appointment of Ms. Yang and Ms. Yan that need to be brought to the attention of shareholders of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express a warm welcome to Ms. Yang and Ms. Yan for joining the Board.

The Board would also like to update the shareholders of the Company that, with the appointment of Ms. Yang as an independent non-executive Director, the Company has complied with the requirements under Rules 3.10(2) and 3.21 of the Listing Rules.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board announces the following resignations:

Dr. Wang, Bruce Xianliang (“**Dr. Wang**”) has tendered his resignation as an independent non-executive Director with effect from 23 August 2023, due to his desire to devote more time to his other commitments.

Dr. Wang has confirmed that (i) he has no claim against the Company and there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

Dr. Zhao, Shawn Xiaohong (“**Dr. Zhao**”) has tendered his resignation as an independent non-executive Director with effect from 23 August 2023, due to his desire to devote more time to his other commitments.

Dr. Zhao has confirmed that (i) he has no claim against the Company and there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation to Dr. Wang and Dr. Zhao for their valuable contribution to the Board of the Company during their tenure of office.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Dr. Wang also ceased as the chairman of each of the Audit Committee and the Nomination Committee, and a member of the Remuneration Committee with effect from 23 August 2023. Dr. Zhao also ceased as the chairman of the Remuneration Committee and a member of the Audit Committee with effect from 23 August 2023.

Following the resignation of Dr. Wang and Dr. Zhao, the Board further announces that Ms. Yang has been appointed as the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee with effect from 23 August 2023, Ms Yan has been appointed as the chairman of the Remuneration Committee and a member of the Audit Committee, and Mr. Gu Jianguo has been appointed as the chairman of the Nomination Committee.

By order of the Board
Life Healthcare Group Limited
Wang Mengyao
Executive Director

Hong Kong, 23 August 2023

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

Executive Directors:

Mr. Wang Mengyao
Mr. Liu Mingqing
Mr. Man Wai Lun
Mr. Pang Zhen

Independent non-executive Directors:

Mr. Gu Jianguo
Ms. Yang Xilin
Ms. Yan Ming