

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



New Horizon Health Limited
諾輝健康

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6606)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
UPDATES ON INDEPENDENT INVESTIGATION; AND
CONTINUED SUSPENSION OF TRADING**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of New Horizon Health Limited (the “**Company**”) announces that Mr. Lau Ngai Kee Ricky (“**Mr. Lau**”) and Ms. Ng Weng Sin (“**Ms. Ng**”) have been appointed as independent non-executive Directors with effect from April 8, 2024.

The biographical details of Mr. Lau and Ms. Ng are as follows:

Mr. Lau Ngai Kee Ricky, aged 57, has been serving as an independent non-executive director of Macau Legend Development Limited (澳門勵駿創建有限公司), a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 1680) since December 2020. Mr. Lau obtained a professional diploma in accountancy from Hong Kong Polytechnic in November 1989. Mr. Lau is a Practicing Certified Public Accountant and a fellow of The Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. He has over 30 years of experience in auditing and accounting with extensive experience in areas of initial public offering, merger and acquisition and corporate finance exercise. He had served Deloitte Touche Tohmatsu for 25 years from 1993 to 2018 and had been a partner thereof for 17 years. He is currently a senior director of Moore Stephens CPA Limited.

Ms. Ng Weng Sin, aged 52, has more than 25 years of experience in financial reporting, management and services and has extensive experience in serving companies listed on the Stock Exchange. Ms. Ng worked at Deloitte Touche Tohmatsu from August 1997 to September 2001. From May 2006 to February 2010, she was the financial controller and the company secretary of China Information Technology Development Limited (中國信息科技發展有限公司) (stock code: 8178). She served as the chief financial officer (from August 2010 to October 2013) and the company secretary (from February 2011 to October 2013) of Billion Industrial Holdings Limited (百宏實業控股有限公司) (stock code: 2299). Ms. Ng served as the chief financial officer (from May 2014 to December 2015) and the company secretary (from July 2014 to November 2015) of Xiwang Special Steel Company Limited (西王特鋼有限公司) (stock code: 1266) and Xiwang Property Holdings Company Limited (西王置業控股有限公司) (stock code: 2088). From

December 2016 to November 2021, Ms. Ng served as the consultant, the chief financial officer, an executive director and the company secretary of China Public Procurement Limited (中國公共採購有限公司) (stock code: 1094) (currently known as Cherish Sunshine International Limited (承輝國際有限公司)). Since February 2024, Ms. Ng has been serving as an independent non-executive director of Xiamen Jihong Technology Co., Ltd (廈門吉宏科技股份有限公司) (stock code: 002803), a company listed on the main board of the Shenzhen Stock Exchange.

Ms. Ng obtained her bachelor's degree of arts in accountancy in 1996, a master's degree of professional accounting in 2010 and a master's degree of corporate finance in 2013 from the Hong Kong Polytechnic University, a master of business administration degree (Executive MBA program) from the Chinese University of Hong Kong in 2015 and a master of arts degree in language studies from the City University of Hong Kong in 2023. Ms. Ng is a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants, a fellow member of The Hong Kong Chartered Governance Institute and a fellow member of The Chartered Governance Institute. Ms. Ng is also a Hong Kong Certified Public Accountant (Practising).

Each of Mr. Lau and Ms. Ng will enter into an appointment letter as an independent non-executive Director with the Company for an initial term of three years, and will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Company's articles of association. As specified in the respective appointment letters, the remuneration for Mr. Lau is RMB50,000 per month, and (ii) the remuneration for Ms. Ng is RMB40,000 per month, which are determined by the Board (the decision of which was based on the recommendation of the remuneration committee of the Company (the "**Remuneration Committee**")) with reference to their duties and responsibilities in the Company, the qualification and experience, the prevailing market rate and the remuneration policy of the Company. Such remuneration is subject to review by the Remuneration Committee and the Board from time to time.

Save as disclosed above, as at the date of this announcement, each of Mr. Lau and Ms. Ng (i) does not hold any other positions with the Company or other members of the Group; (ii) does not have any relationships with any other Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited) of the Company; (iii) has not at any time during the three years preceding the date of this announcement served nor is currently serving as a director of any other publicly listed companies in Hong Kong or overseas; and (iv) does not have any interests in the shares, underlying shares and debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Mr. Lau and Ms. Ng has confirmed that (i) he/she has satisfied all the criteria for independence as set out in Rule 3.13 of the Listing Rules; (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his/her independence at the time of his/her appointment.

Save as disclosed above, there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules (particularly in relation to sub-paragraphs (h) to (v) therein), nor are there any other matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange relating to the appointment of Mr. Lau and Ms. Ng.

The Board would like to take this opportunity to welcome Mr. Lau and Ms. Ng in joining the Board.

UPDATES ON INDEPENDENT INVESTIGATION

Reference is made to the announcement of the Company dated March 28, 2024 (the “**Announcement**”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement. As stated in the Announcement, the Audit Committee has engaged third-party specialists to conduct an independent investigation (the “**Investigation**”) as per the Auditor’s request. Considering the Board has appointed two new independent non-executive Directors, who possess extensive knowledge and experience in aspects of financial reporting, corporate internal investigation and internal control, in light of the nature and context of the Investigation, the Board has determined that it is advisable and in the best interests of the Company and its Shareholders as a whole, to establish a special board committee (the “**Independent Special Committee**”) comprising only the Company’s independent non-executive Directors to undertake and supervise the Investigation, and to carry out any necessary related matters.

The Board has resolved to establish the Independent Special Committee, which is comprised of Mr. Danke Yu, Prof. Hong Wu, Dr. Donald Kwok Tung Li, Mr. Lau Ngai Kee Ricky and Ms. Ng Weng Sin, and is chaired by Mr. Lau Ngai Kee Ricky. The primary duty of the Independent Special Committee is to (i) review, refine and ascertain the scope of the Investigation, (ii) undertake and supervise the conduct of the Investigation, (iii) retain independent third party professional institutions to assist the Investigation if it considers reasonably necessary or appropriate; (iv) report to the Board on its findings; and (v) make recommendations to the Board on appropriate actions to be taken, if any.

The Company will update its Shareholders and potential investors regarding the progress and the results of the Investigation as and when appropriate.

CONTINUED SUSPENSION OF TRADING

As disclosed in the Announcement, trading in the shares of the Company on the Stock Exchange was halted with effect from 9:00 a.m. on March 28, 2024 and will continue to be suspended, pending the publication of the 2023 Annual Results.

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

By Order of the Board
New Horizon Health Limited
Mr. YeQing ZHU
Chairman

Hong Kong, April 8, 2024

As at the date of this announcement, the Board comprises Mr. YeQing ZHU as Chairman and executive Director, Dr. Yiyou CHEN as executive Director, Mr. Naxin YAO as non-executive Director, and Mr. Danke YU, Prof. Hong WU, Dr. Donald Kwok Tung LI, Mr. Lau Ngai Kee Ricky and Ms. Ng Weng Sin as independent non-executive Directors.