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CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

SUPPLEMENTAL ANNOUNCEMENT INSIDE INFORMATION

(1) CERTAIN PURPORTED ALLEGATIONS AGAINST TWO DIRECTORS OF THE COMPANY

(2) ESTABLISHMENT OF SPECIAL INVESTIGATION COMMITTEE

Reference is made to the announcements of Clarity Medical Group Holding Limited (the “**Company**”) dated 17 January 2025, 20 January 2025 and 12 February 2025 (the “**Announcements**”) in relation to, among other matters, certain purported allegations against two directors of the Company, the establishment of a special investigation committee and the legal proceedings against a director of the Company. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

In addition to the information contained in the Announcements, the Board would like to provide the below supplemental information in relation to the Special Committee.

ADDITIONAL PURPORTED ALLEGATIONS

After the publication of the Announcements, the Company received certain additional purported allegations (the “**Additional Purported Allegations**”) as follows: (1) the alleged provision of funding by Mr. Jiang Bo (the “**CEO**”) to a substantial shareholder of the Company for its acquisition of the Company’s shares, (2) the purported exclusion of certain Directors for setting the scope of work and executing the work in relation to the Company’s reply letter to the Stock Exchange dated 26 November 2024, (3) the purported view that the Deed of Assignment is not fully-exempt for receipt of financial

assistance under Rule 14A.90 of the Listing Rules, (4) the purported non-compliance with the internal control procedures of the Company on a settlement agreement for a loan owing to the Group by a certain third party and the Deed of Assignment, (5) Dr. Tse Wai Ip (“**Dr. Tse**”) and Mr. Lo Tsz Hong were involved in instances of corporate misconduct (including but not limited to conflict of interests, unauthorised corporate actions and the overspending of Company resources) and breached their fiduciary duties as Directors, and whether such purported allegations contained misleading information and/or selective omissions of fact, (6) the CEO and Mr. Hui Yung Chris (the “**Co-CEO**”) initiated the Writ of Summons against Dr. Tse without the authorisation of the Board, while Mr. Wu Ting Yuk Anthony, Ms. Zhao Wei and Mr. Wang Can (the “**Alleged Directors**”) ignored such procedural irregularities; (7) the CEO, the Co-CEO and the Alleged Directors intentionally delayed the investigation of the Special Committee; (8) Mr. Wang Can is the purported board representative of a certain substantial shareholder of the Company; (9) the CEO and certain members of the Company have purportedly been approached for enquiries by certain judicial, regulatory or governmental authorities; and (10) Dr. Tse did not fully comply with his fiduciary obligations to act in good faith and in the best interests of the Shareholders (including but not limited to undisclosed concert party and guarantee arrangements).

MEMBERSHIP OF THE SPECIAL COMMITTEE

The Company held a Board meeting on 18 February 2025 and resolved that Ms. Cheng Jessica and Mr. Wang Can will both remain as members of the Special Committee, but there will no longer be a role of chairman within the Special Committee.

SCOPE OF THE INVESTIGATION

The Special Committee was established to investigate (the “**Investigation**”) the Purported Allegations. At the Board meetings held on 18 February 2025 and 25 March 2025, it was clarified and further resolved that the scope of the Investigation shall expand to include the Additional Purported Allegations and any other allegations/accusations received by the Board from time to time, which are connected to or arise from the Purported Allegations and the Additional Purported Allegations (the “**Relevant Allegations**”). As such, subject to the approval of the Board, the scope of the Investigation may be expanded to cover any other allegations that the Company has received/may receive from time to time. In such case, the Company will make further announcement(s) to update the Shareholders and Potential Investors as and when required in accordance with the applicable requirements under the Listing Rules.

The terms of reference of the Special Committee (the “**Terms of Reference**”) was approved by a majority of the Board on 12 March 2025 (the “**Approval Date**”).

The Investigation shall be a pure fact-finding exercise. Additionally, the Special Committee shall also determine whether the actions complained of are consistent with the Company’s past customary practices.

POWERS AND FUNCTIONS

The Special Committee is authorised to perform the following functions: (1) to review, consider and investigate all matters in relation to the Relevant Allegations; (2) to request and consider evidence and statements from related persons for investigating the Relevant Allegations; (3) to report the Investigation findings to the Board; (4) to provide assistance to the Company to respond to queries raised by the Stock Exchange and/or the Securities and Futures Commission and/or any other regulatory and law enforcement authorities, if so required, relating to the Relevant Allegations; and (5) to undertake any other tasks incidental to the above functions or reasonably required to perform the above functions.

ENGAGEMENT OF ADVISERS

Upon the finalisation of the Terms of Reference on the Approval Date, the Board announces that the Special Committee has appointed Johnson Stokes & Master to act as the legal adviser to the Special Committee. The Board also announces that on 26 March 2025, the Special Committee appointed PricewaterhouseCoopers Consulting Hong Kong Limited to act as the forensic adviser to the Special Committee.

INDICATIVE TIMEFRAME OF THE INVESTIGATION

Based on information currently available to the Special Committee and barring any unforeseen circumstances, the Special Committee targets to submit a preliminary report on the Investigation findings to the Board within 8 weeks of the Approval Date. Such timeframe is indicative only and may or may not be updated depending on the progress and development of the Investigation.

Save as disclosed above, all other information contained in the Announcements remains unchanged.

By Order of the Board
CLARITY MEDICAL GROUP HOLDING LIMITED
WU Ting Yuk Anthony
Non-Executive Director and Chairman

Hong Kong, 13 May 2025

As at the date of this announcement, the Board comprises Mr. JIANG Bo, Mr. HUI Yung Chris, Dr. TSE Wai Ip and Mr. LO Tsz Hong as executive Directors, Mr. WU Ting Yuk Anthony as Chairman and non-executive Director and Ms. ZHAO Wei as non-executive Director and Ms. CHENG Jessica and Mr. WANG Can as independent non-executive Directors.