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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Aidigong Maternal & Child Health Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or transferee(s) or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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**愛帝宮母嬰健康股份有限公司**  
**AIDIGONG MATERNAL & CHILD HEALTH LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 286)**

**SHAREHOLDER'S REQUISITION IN RELATION TO  
PROPOSED REMOVAL AND APPOINTMENT OF DIRECTORS AND  
NOTICE OF SPECIAL GENERAL MEETING**

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A notice of the Special General Meeting to be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Tuesday, 13 January 2026 at 11:00 a.m. is set out on pages 23 to 26 of this circular. A form of proxy for use by the Shareholders at the Special General Meeting is enclosed together with this circular. Whether or not you intend to attend and vote at the Special General Meeting in person, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as practicable but in any event not later than 48 hours before the time for holding the Special General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Special General Meeting or any adjournment thereof (as the case may be) should you so wish.

29 December 2025

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## CONTENTS

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	<i>Page</i>
<b>Definitions</b> .....	1
<b>Letter from the Board</b> .....	3
<b>Appendix I – Biographical details of persons proposed to be appointed as Directors by the Requisition</b> .....	13
<b>Appendix II – Explanatory Notes in support of Resolution 13</b> .....	18
<b>Notice of Special General Meeting</b> .....	23

*Should there be any discrepancy between the English and Chinese versions, the English version shall prevail.*

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## DEFINITIONS

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*In this circular, the following expressions have the following meanings unless the context otherwise requires:*

“Board”	the board of directors
“Business Day”	a day excluding a Saturday, Sunday, public holiday, or days on which a typhoon signal No.8 or black rainstorm signal is hoisted in Hong Kong at 9:00 a.m. on which banks in Hong Kong are open for business throughout their normal business hours and the Stock Exchange is open for business of dealing in securities
“Bye-laws”	the bye-laws of the Company currently in force
“Company”	Aidigong Maternal & Child Health Limited, an exempted company incorporated in Bermuda with limited liability, the Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company from time to time
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Proposed Appointment”	the proposed appointment of Ms. Zhu Yufei, Ms. Yu Lin, Ms. Wang Jun, and Mr. Jiang Yanbo as Directors, as set out in the Requisition
“Proposed Removal”	the proposed removal of Mr. Huang Wenhua, Mr. Lin Jiang, Mr. Li Runping, Ms. Meng Lijia, Mr. Chu Pui Ki Dickson and Mr. Wang Bin as Directors, as set out in the Requisition
“Proposed Resolutions”	the resolutions proposed at the SGM

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## DEFINITIONS

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“Requisition”	the subject requisition contained in the Requisition Letter relating to, among other things, Proposed Removal and Proposed Appointment as referred to in this circular;
“Requisition Letter”	a letter dated 11 November 2025 and received by the Company on 13 November 2025 setting out the Requisition
“Requisitionists”	collectively, Zhu Yufei, Hongchang International Investment Limited, Hongyuan Investment Limited, Huang Zhengbo, Wang Chong, Chen Zhiyu, Yang Fan, Dunman Capital Global Limited, Wei Lai, and Li Shuo
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“SGM”	the special general meeting of the Company to be held at Portion 2, 12/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 13 January 2026 at 11:00 a.m. or any adjournment thereof (as the case may be), notice of which is set out on pages 23 to 26 of this circular
“Share(s)”	the ordinary share(s) of HK\$0.4 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Shenzhen Aidigong”	Shenzhen Aidigong Maternity Health Management Co., Ltd.* (深圳愛帝宮母嬰健康管理有限公司)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

*In this circular, the terms “associate”, “close associate”, “core connected person”, “controlling shareholder” and “substantial shareholder” have the same meanings given to such terms in the Listing Rules, unless the context otherwise requires.*

*Reference to time and dates in this circular are to Hong Kong time and dates.*

\* For identification purposes only

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LETTER FROM THE BOARD

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愛帝宮母嬰健康股份有限公司  
AIDIGONG MATERNAL & CHILD HEALTH LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 286)**

*Executive Directors*

Mr. Huang Wenhua

*(Chairman and Chief Executive Officer)*

Mr. Lin Jiang

Mr. Li Runping

Ms. Meng Lijia

*Independent non-executive Directors*

Mr. Chu Pui Ki Dickson

Mr. Wang Bin

Mr. Ma Siu Kit

*Registered Office:*

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

*Principal Office in Hong Kong:*

12B, BEA Tower of

Millennium City 5,

418 Kwun Tong Road,

Kwun Tong,

Hong Kong

29 December 2025

*To the Shareholders*

Dear Sir or Madam,

**SHAREHOLDER'S REQUISITION IN RELATION TO  
PROPOSED REMOVAL AND APPOINTMENT OF DIRECTORS AND  
NOTICE OF SPECIAL GENERAL MEETING**

**INTRODUCTION**

Reference is made to the announcements of the Company dated 20 November 2025 and 4 December 2025 in relation to the Requisition. The SGM will be held to consider all the resolutions proposed pursuant to the Requisition.

The purpose of this circular is to provide you with (i) the information in relation to the Requisition; (ii) recommendations from the Board in relation to the Requisition; and (iii) the notice of the SGM.

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## LETTER FROM THE BOARD

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Shareholders are advised to read this circular thoroughly and carefully before deciding how to vote on the resolutions.

### 1. THE REQUISITION

On 13 November 2025, the Board received the Requisition Letter from the Requisitionists at the Company's registered office in Bermuda, requesting the Company to convene a special general meeting to consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

1. **THAT** Mr. Huang Wenhua be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
2. **THAT** Ms. Zhu Yufei be and is appointed as an executive director of the Company with immediate effect upon the passing of this resolution.
3. **THAT** Mr. Lin Jiang be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
4. **THAT** Ms. Yu Lin be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.
5. **THAT** Mr. Li Runping be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
6. **THAT** Ms. Wang Jun be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.
7. **THAT** Ms. Meng Lijia be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
8. **THAT** Mr. Jiang Yanbo be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.
9. **THAT** Mr. Wang Bin be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
10. **THAT** Mr. Chu Pui Ki Dickson be and is removed as a director of the Company with immediate effect upon the passing of this resolution.
11. **THAT**, save for those directors of the Company that may be appointed pursuant to resolutions numbered (2), (4), (6) and (8) above, all existing directors of the Company that may be appointed up to and including the time immediately before the SGM be removed with immediate effect upon the passing of this resolution.

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## LETTER FROM THE BOARD

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12. **THAT** any one or more of the director(s) or the secretary of the Company be and is/are hereby authorized to do all such acts and things and execute and deliver all such documents as he/she/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the aforementioned resolutions and to attend to any necessary registration and/or filing for and on behalf of the Company; and **THAT** the registered office provider of the Company be and is hereby authorized to update the register of directors and officers of the Company in respect of the above-mentioned appointment and removal of directors of the Company, and arrange for the requisite filing in Bermuda.
13. **THAT** an independent international law firm or other international professional firm be engaged to conduct an independent investigation, and to advise and report to the board of directors of the Company, on any breach of laws, rules and regulations on the part of the Company and/or the then directors of the Company and/or their respective associates, in respect of (i) the Placing (as defined in the Company's circular dated 10 July 2024); (ii) change of legal representative of Shenzhen Aidigong Maternity Health Management Co., Ltd.\* (深圳愛帝宮母嬰健康管理有限公司), a subsidiary of the Company, from Ms. Zhu Yufei to Ms. Wang Aier in or around August 2024 and the suspected forgery of chop/document (as referred to in the Company's announcements dated 19 September 2024, 17 January 2025 and 2 April 2025, etc.); and (iii) any withholding or non disclosure of inside information of the Group especially during the Placing period.
14. **THAT** the board of directors of the Company be and is hereby requested to diligently fulfill all the resumption guidance as set out in the Company's announcements dated 13 March 2025 and 4 July 2025, respectively.

The biographical details of the persons proposed to be appointed as Directors under the Proposed Resolutions are set out in Appendix I to this circular. Such particulars have not been independently verified by the Company, nor by the Board.

In accordance with bye-law 58 of the Bye-laws, Shareholders holding, on the date of deposit of the requisition, not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business or resolution specified in such requisition; and such meeting shall be held within two (2) months after the deposit of such requisition. If within twenty-one (21) days of such deposit the Board fails to proceed to convene such meeting the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Companies Act 1981 of Bermuda.

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## LETTER FROM THE BOARD

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### 2. REASON FOR THE PROPOSED RESOLUTIONS

The Requisition does not set out any reason and/or ground in respect of the Proposed Resolutions other than Resolution 13. The explanatory notes in support of Resolution 13 (the “**Explanatory Notes**”) which is attached to the Requisition Letter is set out in Appendix II to this circular.

### 3. RESPONSES OF THE BOARD

The Board’s responses to the accusations of the Requisitionists as set out in sub-paragraphs (a) to (e) of the Explanatory Notes are as follows. Capitalised terms used in this section shall have the same meaning as defined in the Explanatory Notes:

- (a) The alleged omission and material non-disclosure in the Company’s announcements in relation to matters described in paragraphs 1 to 14 of the Explanatory Notes is unfounded. The only example cited by the Requisitionists is the alleged non-disclosure of the so-called real reason of the Revocation Decision. Based on the documents available to the Board at the material time, the reason of the Revocation has been disclosed in the Company’s announcements dated 17 January 2025 (the “**January Announcement**”) and 2 April 2025 (the “**April Announcement**”).

As the Board is responsible for ensuring all information to be published in an announcement is accurate and complete in all material respects at the material time, the Board is required to investigate and verify the relevant information disclosed in the January Announcement and April Announcement. Due to the Christmas holidays between the time the Board was made aware of the Revocation Decision and the date of the January Announcement, the Board is of the view that the January Announcement is not untimely. Furthermore, given the trading of Shares has been halted since 21 February 2025, and the Board is of the view that the April Announcement is timely so long as it is published at any time before the resumption of trading of the Shares.

The allegation that the information contained in the Company’s announcements being inaccurate and incomplete is unfounded and not substantiated by any details. The Board wishes to point out that at the time of publication of the January Announcement, there were two ongoing court cases in relation to the change of legal representative of Shenzhen Aidigong. The Company therefore needed to balance the need to keep the Shareholders informed and the need to ensure that whatever disclosed would not prejudice the Group’s position in the court cases which was in the interest of the Shareholders.

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## LETTER FROM THE BOARD

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- (b) For the reasons set out above, the Board disagrees that the January Announcement and the April Announcement are inaccurate or misleading.
- (c) The Requisitionists allege that a majority of the Placees were found to have relationship with, among others, Ms. Wang Aier and her related companies, and that accordingly, majority of the Placees are not independent of the Company and its connected person. Such allegation is unfounded and not substantiated by any evidence. On the contrary, (i) pursuant to the placing agreement, the Placees solicited by the Placing Agent shall be Independent Third Parties as disclosed in the announcement of the Company dated 20 June 2024; and (ii) the placing agent of the Placing has confirmed the independence of all the Placees.
- (d) The extension of long stop date for the Placing is due to the extra time needed for the Placing Agent to solicit investors, which was disclosed in the Company's announcements dated 15 August 2024, 13 September 2024 and 15 October 2024. As the Placing Agent had already found it difficult to solicit investors for the Placing Shares based on the Placing Price, any upward adjustment of the Placing Price would not make any commercial sense at all.
- (e) As the Placing was completed on 6 November 2024 while the Revocation Decision was made on 6 December 2024 the Board did not have any concrete evidence from the authorities regarding the Revocation Decision or the so-called "**Forged Seal Matters**" at the material time of conducting the Placing up to the completion of the Placing. The Voluntary Announcement was made by the Board on 19 September 2024 based on facts known to it at the time and therefore neither incomplete nor misleading.

The Board noted that the Requisitionists request each of the Placees who has become a Shareholder as a result of the Placing, not to exercise his/her/its voting rights over the Placing Shares to cast vote(s) on or to abstain from voting on the Proposed Resolutions due to the alleged irregularity (or alleged injustice) in the Placing as particularized in sub-paragraphs (c) and (d) of the Explanatory Notes. As explained above, the allegations in sub-paragraphs (c) and (d) of the Explanatory Notes are unfounded.

Rule 13.39(2) of the Listing Rules states that shareholders must not be put under pressure to vote or abstain from voting at any general meeting.

As such, Shareholders are encouraged to consult their professional advisors as to whether they must abstain from voting under the Bye-laws, the Listing Rules or applicable law. In the absence of any restrictions under the Bye-laws, the Listing Rules and the applicable law, all Shareholders are entitled to attend and vote at the SGM.

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## LETTER FROM THE BOARD

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### **Additional information regarding one of the Proposed Directors**

The Board noted that one of the new Directors proposed by the Requisition is Ms. Zhu Yufei.

Reference is made to the announcement of the Company dated 5 March 2025 (the “**March Announcement**”) in relation to (i) the shareholding interest of the Company in certain subsidiaries of Shenzhen Aidigong being diluted (the “**Suspected Dilution**”); and (ii) pledges being made in relation to certain subsidiaries of Shenzhen Aidigong in favour of entities held by the new shareholders beneficially holding minority interests in the subsidiaries which were subject to the Suspected Dilution (the “**Suspected Pledge**”), published in June to July 2024 and September 2024, respectively.

After noticing the Suspected Dilution and the Suspected Pledge, the management of the Company had (i) instructed the Company’s staff to communicate with those of the relevant subsidiaries; and (ii) attempted to ascertain the details of the Suspected Dilution and Suspected Pledge with local authorities.

At the material time of the Suspected Dilution and Suspected Pledge, the legal representative and/or director of the relevant subsidiaries of the Company was Ms. Zhu Yufei. Therefore, the Board issued a letter to Ms. Zhu Yufei in late February 2025 requesting her to explain to the Board the specific circumstances in relation to the Suspected Dilution and the Suspected Pledge. Up to the date of the printing of this circular, the Board had yet to receive any response from Ms. Zhu Yufei in this regard.

The Board would like to reiterate that Suspected Dilution and Suspected Pledge were neither notified, authorised nor approved by the Board. Given the Suspected Dilution and the Suspected Pledge may represent an unauthorised loss of the Group’s assets at the time they took place, such matters had prejudiced the position of the Company and the interest of the Shareholders as a whole.

As further disclosed in the March Announcement and the announcement of the Company dated 2 October 2025, an alleged entrustment agreement (the “**Alleged Entrustment Agreement**”) was entered into by Ms. Zhu Yufei and Guangdong Wanjia Health Industry Group Co., Ltd (“**Guangdong Wanjia**”), a subsidiary of the Company, pursuant to which it was suggested that Guangdong Wanjia irrevocably entrusted Ms. Zhu Yufei with all shareholding rights in respect of its 94.95% shareholding in Shenzhen Aidigong. Similar to the Suspected Dilution and Suspected Pledge, the Board wishes to reiterate that the Alleged Entrustment Agreement was neither notified, authorised nor approved by the Board. The Board believes that if the Alleged Entrustment Agreement truly existed, Ms. Zhu, as the chairman, chief executive officer and executive director of the Company on the date of the Alleged Entrustment Agreement, should be fully aware that the matters involved in the Alleged Entrustment Agreement were of significant importance to the

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## LETTER FROM THE BOARD

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Company, and should also be fully aware that she herself had a direct and material interest in the execution of the Alleged Entrustment Agreement. As such, she should have declared the nature of her interest to the Board prior to the execution of the Alleged Entrustment Agreement, submitted it to the Board for deliberation and approval, and fulfilled other decision-making and disclosure procedures required at the listed company level. However, Ms. Zhu did not declare the nature of her interest to the Board nor disclose relevant information (such as the authenticity of the company chop and signature). Furthermore, she failed to promptly inform the Board either before or after the signing. Therefore, the Company did not issue an announcement regarding the Alleged Entrustment Agreement at the time of its signing. The actions of Ms. Zhu and the unauthorised individuals who assisted in signing the Alleged Entrustment Agreement are suspected of seriously damaging the interests of the Company and its Shareholders.

Details of the Alleged Entrustment Agreement and the arbitration initiated by Ms. Zhu Yufei against the Group are set out in the announcement of the Company dated 2 October 2025.

Since then, Ms. Zhu Yufei has been relying on the Alleged Entrustment Agreement to, among other things, refuse to comply with the Company's request and execute all shareholder resolutions of Shenzhen Aidigong, and initiate arbitration proceedings in the name of Shenzhen Aidigong against other Group companies.

In addition, as disclosed in the March Announcement, in the course of the preparation of the annual results of the Company for the year ended 31 December 2024, the auditors and the staff of the Company have made numerous requests asking Ms. Zhu Yufei and Shenzhen Aidigong's chief financial officer to cooperate with the field audit, but they refused to respond or provide the necessary financial information on Shenzhen Aidigong and its subsidiaries for audit purposes. As such, the auditors were unable to complete the audit of the consolidated financial statements of the Company for the year ended 31 December 2024, and accordingly the Company could not comply with Rule 13.49(1) and Rule 13.46(2) of the Listing Rules to publish the annual results announcement and annual report for the year ended 31 December 2024.

As the resumption guidance issued by the Stock Exchange included (i) independent forensic investigation into the Suspected Dilution and Suspected Pledge; (ii) internal control review to demonstrate the internal control and procedures are in place to comply with the Listing Rules; and (iii) publication of all outstanding financial results, the Board is of the view that the events related to Ms. Zhu Yufei as detailed above represented major factors leading to the suspension of the trading of the Shares.

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## LETTER FROM THE BOARD

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Rule 3.08 of the Listing Rules stipulates that every director must, in the performance of his duties as a director:

- (a) act honestly and in good faith in the interests of the Company as a whole;
- (b) act for proper purpose;
- (c) be answerable to the issuer for the application or misapplication of its assets;
- (d) avoid actual and potential conflicts of interest and duty;
- (e) disclose fully and fairly his interests in contracts with the issuer; and
- (f) apply such degree of skill, care and diligence as may reasonably be expected of a person of his knowledge and experience and holding his office within the issuer.

Rule 3.09 of the Listing Rules requires that directors of a listed issuer must have the character, experience and integrity and be able to demonstrate a standard of competence commensurate with their position as directors of a listed issuer.

In view of the information set out in this section, the Board has concern on the integrity of Ms. Zhu Yufei and would like to draw the attention of the Shareholders to the suitability of Ms. Zhu Yufei as a Director under Rules 3.08 and 3.09 of the Listing Rules.

#### **4. SGM AND PROXY ARRANGEMENT**

A notice convening the SGM to be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Tuesday, 13 January 2026 at 11:00 a.m. or any adjournment thereof (as the case may be), is set out on pages 23 to 26 of this circular for the purpose of considering and, if thought fit, passing the resolutions set out therein.

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions as set out in the notice convening the SGM will be voted by poll and, after being verified by the scrutineer, the results of the poll will be published in the manner prescribed under Rule 13.39(5) of the Listing Rules.

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## LETTER FROM THE BOARD

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Whether or not you are able to attend the SGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof (as the case may be) should you so wish and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

The register of members of the Company will be closed from Thursday, 8 January 2025 to Tuesday, 13 January 2025 (both dates inclusive) during which period no transfer of Shares will be registered. In order to attend and vote at the SGM, all transfer of Shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Wednesday, 7 January 2026.

### **5. RECOMMENDATION**

For Resolutions 1, 3, 5, 7, 9, 10, 11 and 12, the Requisitionists fail to provide any reason for the Proposed Removal and the removal of Directors appointed up to and including the time immediately before the SGM, and therefore the Board recommends Shareholders to vote against these resolutions at the SGM.

For Resolution 2, for reasons set out in the section "Additional information regarding one of the Proposed Directors" above, the Board recommends Shareholders to vote against Resolution 2.

For Resolutions 4, 6 and 8, in view of the lack of supporting documents for the Board to verify the biographical details of the Directors proposed by the Requisitionists, the Board is not in a position to make any recommendation concerning these Resolutions.

For Resolution 13, based on information set out in the section "Responses of the Board" above, the Board recommends Shareholders to vote against Resolution 13.

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## LETTER FROM THE BOARD

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As for Resolution 14 of the Proposed Resolution, the Board has no objection as it has always been the goal of the Board to fulfil the conditions set out in the resumption guidance imposed by the Stock Exchange.

Yours faithfully,  
By order of the Board  
**Aidigong Maternal & Child Health Limited**  
**Huang Wenhua**  
*Chairman and Chief Executive Officer*

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## APPENDIX I BIOGRAPHICAL DETAILS OF PERSONS PROPOSED TO BE APPOINTED AS DIRECTORS BY THE REQUISITION

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*The information in this Appendix I to the circular on certain persons proposed to be appointed as Directors under the Proposed Resolutions was reproduced from the Requisition. The Board was not provided with any documents in support of the particulars of these individuals and is not in a position to independently verify them, and accordingly, the Board is not in a position to comment on whether there is any matter regarding such persons appointment as a director of the Company that needs to be brought to the attention of the Shareholders pursuant to Rule 13.51(2) of the Listing Rules, and takes no responsibility for the accuracy of the information below.*

### 1. Ms. Yufei ZHU (朱昱霏) (“Ms. Zhu”)

Ms. Zhu, aged 62, is the founder and existing general manager of Shenzhen Aidigong Maternity Health Management Co., Ltd.\* (深圳愛帝宮母嬰健康管理有限公司) (“**Shenzhen Aidigong**”). Ms. Zhu has been the legal representative, chairman of director/executive director and general manager of Shenzhen Aidigong since its establishment in November 2007. Ms. Zhu joined the Company in December 2019 and served as an executive Director, the joint chairman of the Board and the chief executive officer of the Company, and was re-designated as the chairman of the Board since 27 June 2021. Ms. Zhu was also appointed as the chairman of the nomination committee of the Board (the “**Nomination Committee**”) on 5 September 2021. On 26 October 2023, due to internal reasons within the Group, Ms. Zhu resigned as an executive Director, the chairman of the Board, the chairman of the Nomination Committee and the chief executive officer of the Company to spare her time and effort on business development, and has been re-designated as the chairman of the Group’s Maternal and Child Cluster Strategy Committee (集團母嬰事業集群戰略委員會主席) and the global president of the Maternal and Child Cluster (母嬰事業集群全球總裁). She remains as a director of and holds positions in various subsidiaries of the Group.

Before the establishment of Shenzhen Aidigong, she was the head nurse of the delivery room at the Peking University Shenzhen Hospital\* (北京大學深圳醫院) (“**Peking University Shenzhen Hospital**”). Ms. Zhu is the first entrepreneurs in the PRC to launch confinement center services. She is currently a member of the seventh session of the Chinese People’s Political Consultative Conference Shenzhen Municipal Committee, a member of the Guangdong Provincial Brand Standardization Technical Committee (GD/TC97)\* (廣東省品牌標準化技術委員會(GD/TC97)) and the president of the Maternal and Child Services Association\* (深圳市母嬰服務業協會). She was awarded as “The Most Influential Female Entrepreneur in Shenzhen for the First Session\* (首屆深圳最具影響力深商女企業家) - Shenzhen Entrepreneurs Kapok Excellence Award\* (深商木棉卓越獎)” and “2018 (Eighth Session) Shenzhen Top 10 Outstanding Female Entrepreneurs\* (2018 (第八屆)深圳十大傑出女企業家)”.

As at the date of the Requisition Letter, Ms. Zhu is, directly and indirectly, interested in 16,131,341 shares of the Company, representing approximately 8.39% of the total issued share capital of the Company.

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## APPENDIX I BIOGRAPHICAL DETAILS OF PERSONS PROPOSED TO BE APPOINTED AS DIRECTORS BY THE REQUISITION

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Save as disclosed above, as at the date of the Requisition Letter, Ms. Zhu (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, or other major appointments or professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; and (iv) does not have any interest in the Shares within the meaning of Part XV of the SFO.

There is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders and the Stock Exchange in relation to Ms. Zhu's appointment.

### 2. Ms. Lin YU (于琳) (“Ms. Yu”)

Ms. Yu, aged 61, joined the Company in September 2021. Ms. Yu served as an independent non-executive Director, the chairman of the remuneration committee of the Board and a member of the Nomination Committee and the audit committee of the Board from 5 September 2021 to 26 October 2023. She has over 33 years of experience in the clinical and teaching fields of obstetrics and gynecology. She obtained a master degree of medicine from Sun Yat-Sen University of the PRC. Ms. Yu was the chief obstetrician physician in the Obstetrics and Gynecology Center of Peking University Shenzhen Hospital\* (北京大學深圳醫院婦產中心) and retired in 2024. She is currently employed as the Medical director and head of Obstetrics (醫療總監兼產科主任) by Shenzhen Meizhongyihe Obstetrics and Gynecology Hospital\* (深圳美中宜和婦產醫院). Moreover, she serves as a member of the Obstetrics Professional Committee of the Guangdong Medical Association\* (廣東省醫師協會產科專業委員會), a member of the Obstetrics and Gynecology Professional Committee of the Shenzhen Medical Association\* (深圳市醫學會婦產科專業委員會), a member of the Perinatal Professional Committee of the Shenzhen Medical Association\* (深圳市醫學會圍產專業委員會), a council member of the Obstetrician Branch of the Shenzhen Medical Association\* (深圳市醫師協會產科醫師分會理事會), a member of Medical Injury Appraisal Experts of the Shenzhen Medical Association\* (深圳市醫學會醫療損害鑒定專家組) and a member of the Shenzhen Emergency and Critical Maternal Rescue Expert Team\* (深圳市急危重症孕產婦搶救專家組).

Save as disclosed above, as at the date of this letter, Ms. Yu (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, or other major appointments or professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; and (iv) does not have any interest in the Shares within the meaning of Part XV of the SFO.

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## APPENDIX I BIOGRAPHICAL DETAILS OF PERSONS PROPOSED TO BE APPOINTED AS DIRECTORS BY THE REQUISITION

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There is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders and the Stock Exchange in relation to Ms. Yu's appointment.

### 3. Ms. Jun WANG (王軍) (“Ms. Wang Jun”)

Ms. Wang Jun, aged 53, graduated from the Nanjing University of Science and Technology (南京理工大學) and obtained a master's degree from the Xiamen University (廈門大學). Ms. Wang Jun is qualified as a Certified Public Accountant in mainland China, holds a professional title of accountant, possesses qualifications as a securities practitioner and a senior international finance manager.

Ms. Wang Jun possesses nearly 30 years of professional experience in auditing and financing services for domestic and international listed companies. Ms. Wang Jun has extensive practical expertise and project management capabilities in operations in relation to domestic and international listings, mergers and acquisitions, and re-financing etc. She maintains extensive and strong collaborative relationships across sectors including domestic and international taxation, securities, banking, legal profession, asset valuation, and accounting profession.

Ms. Wang Jun was fully in charge of overseas listing and financing projects of over 20 domestic companies in places such as Hong Kong, Singapore, and the United States of America. In 1999, Ms. Wang Jun joined the ASIAN ALLIANCE (HK) CPA LIMITED (華融(香港)會計師事務所有限公司, currently known as 久安(香港)會計師事務所有限公司), specializing in auditing on international standards, where she was responsible for audit business for listed domestic companies in Hong Kong and oversaw annual auditing on international standards for multiple companies. In 2005, Ms. Wang Jun collaborated with the LO AND KWONG C.P.A. COMPANY LIMITED (盧鄺會計師事務所有限公司) to commence and manage audit business on international standards within Chinese mainland, and co-founded Asian Alliance (Shenzhen) Certified Public Accountants\* (深圳華融會計師事務所). In 2009, Asian Alliance (Shenzhen) Certified Public Accountants\* (深圳華融會計師事務所) was fully integrated into Beijing Xinghua Certified Public Accountants\* (北京興華會計師事務所, currently known as 北京興華會計師事務所(特殊普通合伙)) and became its Shenzhen branch, where Ms. Wang Jun served as the co-partner. Since 2023, Ms. Wang Jun has served as the assistant to the chairman of Shenzhen Mini-storage Storage Co., Inc. Group\* (深圳迷你倉儲股份有限公司集團), overseeing its overseas financing activities.

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## APPENDIX I BIOGRAPHICAL DETAILS OF PERSONS PROPOSED TO BE APPOINTED AS DIRECTORS BY THE REQUISITION

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Save as disclosed above, as at the date of this letter, Ms. Wang Jun (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, or other major appointments or professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; and (iv) does not have any interest in the Shares within the meaning of Part XV of the SFO.

There is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders and the Stock Exchange in relation to Ms. Wang Jun's appointment.

#### 4. Mr. Yanbo JIANG (蔣岩波) ("Mr. Jiang")

Mr. Jiang, aged 59, is the professor and lecturer at the Law School (the "Law School") of the Jiangxi University of Finance and Economics (江西財經大學) (the "Jiangxi University of Finance and Economics"). He obtained a Bachelor's degree in Economics from the Jiangxi University of Finance and Economics in July 1987. He furthered his studies in legal studies and obtained a Bachelor's degree in Law from the China University of Political Science and Law (中國政法大學) in July 1989. Subsequently in January 2008, he obtained a Doctor's degree in Economics from the Jiangxi University of Finance and Economics. He is also a doctoral supervisor and the council member of the China economic law research association\* (中國經濟法學研究會) at the Jiangxi University of Finance and Economics. He was qualified as a PRC lawyer in July 1994.

Since 1989, Mr. Jiang has been engaged in teaching and researching on economic laws at the Jiangxi University of Finance and Economics, attaining the title of professor in 2002. He possesses strong research capabilities and proficiency in project organization, coordination, and management. He had held various administrative positions including deputy head and head of the teaching and research office at the Law School (formerly the department of economic law). Since 1997, he has served as the vice dean of the Law School for twelve years.

For the period from July 2009 to January 2016, he assumed the role of the chief librarian at the Jiangxi University of Finance and Economics. During his tenure, he endeavored to prioritize institutional development and enhance library services, and had achieved notable accomplishments in strengthening resource development and enhancing service quality of the library. He is currently a full-time lecturer at the Law School of the Jiangxi University of Finance and Economics.

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## APPENDIX I BIOGRAPHICAL DETAILS OF PERSONS PROPOSED TO BE APPOINTED AS DIRECTORS BY THE REQUISITION

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Mr. Jiang held or has held various directorships in companies the securities of which are listed on the Shanghai Stock Exchange, the Shenzhen Stock Exchange and the Stock Exchange:

Period	Name of listed companies (stock code)	Directorship
From April 2017 to April 2023	Guangdong Dowstone Technology Co., Ltd. (廣東道氏技術股份有限公司) (300409.SZ)	Independent non-executive director
From September 2020 to September 2023	BYD COMPANY LIMITED (比亞迪 股份有限公司) (002594.SZ and 1211.HK)	Independent non-executive director
From November 2021 to May 2025	Mubang Hi-Tech Co., Ltd. (江西沐邦 高科股份有限公司) (603398.SH)	Non-executive director
From March 2020 to present	Shenzhen Pagoda Industrial (Group) Corporation Limited (深圳百果園 實業集團) 股份有限公司) (2411.HK)	Independent non-executive director
From September 2021 to present	Shenzhen Minkave Technology Co., Ltd. (深圳市名家匯科技股份有限 公司) (300506.SZ)	Independent non-executive director

In addition, Mr. Jiang has served as an external director of Jiangxi Provincial Water Conservancy Investment Group Corp. (江西省水利投資集團有限公司) since June 2021 and an independent director of Guangdong Yingde Rural Commercial Bank Company Limited\* (廣東英德農村商業銀行股份有限公司) since April 2023.

Save as disclosed above, as at the date of this letter, Mr. Jiang (i) does not hold any other positions with the Company and other members of the Group; (ii) does not hold any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas, or other major appointments or professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; and (iv) does not have any interest in the Shares within the meaning of Part XV of the SFO.

There is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders and the Stock Exchange in relation to Mr. Jiang's appointment.

\* For identification purposes only.

*The following is reproduced from the Requisition Letter at the request of the Requisitionists, which cannot be taken as the acceptance by the Board of any of the allegations set out below:*

We, the Requisitionists, wish to draw the attention of the Shareholders and the investing public of the Company to the following chronology of events in relation to the change of legal representative of Shenzhen Aidigong (the “**Change of Legal Representative**”) from Ms. Zhu to Ms. Wang Aier (“**Ms. Wang**”) and the placing of 44,350,000 new shares of the Company (the “**Placing Share(s)**”) at the placing price of HK\$1.68 per Placing Share (the “**Placing Price**”) under specific mandate conducted by the Company during the period from 20 June 2024 to 6 November 2024 (the “**Placing**”):-

- (1) Ms. Wang was at all material times an executive Director, the chairman of the Board and the chief executive officer of the Group.
- (2) On 20 June 2024, the Company published an announcement in relation to the Placing, where the placing agent agreed to procure, on a best effort basis, not less than six independent placees (the “**Placee(s)**”) to subscribe for up to 44,350,000 Placing Shares. Subsequently, a circular containing, among others, further details of the Placing was despatched to the Shareholders on 10 July 2024. At the special general meeting of the Company held on 25 July 2024, the Placing have been approved by the Shareholders by way of an ordinary resolution.
- (3) On 15 August 2024, the Company published an announcement to extend the long stop date of the Placing from 15 August 2024 to 15 September 2024.
- (4) On 27 August 2024, some unknowns affixed forged official seal of Shenzhen Aidigong on various documents submitted to the Shenzhen Municipal Administration for Market Supervision (深圳市市場監督管理局) (the “**Market Supervision Department**”) to apply for change of industrial and commercial registration with a view to effect the Change of Legal Representative (i.e. the change of legal representative of Shenzhen Aidigong from Ms. Zhu to Ms. Wang) (collectively, the “**Change of Registration Documents**”).
- (5) On 3 September 2024, Guangdong Nantian Institute of Forensic Science (廣東南天司法鑒定所) issued an expert testimony report 《司法鑒定意見書》, which opined that the form of the official seal of Shenzhen Aidigong affixed on those Change of Registration Documents was different from that of the statutory record of original official seal of Shenzhen Aidigong kept by the relevant government department in the PRC. In particular, the institute is in the option that “檢材文件中所使用的深圳愛帝宮公章印文與樣本印文不是出自同一枚印章。”.

- (6) On 13 September 2024, the Company published an announcement to further extend the long stop date of the Placing from 15 September 2024 to 15 October 2024.
- (7) On 19 September 2024, the Company published a voluntary announcement (the “**Voluntary Announcement**”) to announce the change of legal representative of Shenzhen Aidigong from Ms. Zhu to Ms. Wang, which alleged that the Change of Legal Representative is “*based on the operational and management needs of Shenzhen Aidigong and will not have any impact on the operations of the Group*”.
- (8) On 21 September 2024, Ms. Zhu issued a letter addressed to various Shareholders (the same also being copied to the then executive Directors and non-executive Director) expressing her concern on (i) omission and material non-disclosure of facts relating to the use of forged official seal of Shenzhen Aidigong on the Change of Registration Documents (“**Forged Seal Matters**”); (ii) that the contents of the Voluntary Announcement do not truly and fully reflect the Change of Legal Representative incident; and (iii) the possible adverse impact on the Group brought by the Forged Seal Matters and the Change of Legal Representative, and hence requesting the Company to look into the matters and to publish an announcement to clarify and disclose the Forged Seal Matters.
- (9) On 15 October 2024, the Company published an announcement to further extend the long stop date of the Placing from 15 October 2024 to 15 November 2024. As a result of the third extension, the Placing was extended for three months, during which the Placing Price was below most of the closing trading prices of the shares of the Company quoted at the Stock Exchange. In particular, the Company’s share price had contemporaneously climbed to HK\$4.12 per share, the unadjusted Placing Price of HK\$1.68 per Placing Share represented a maximum discount of approximately 59.22% to the then market share price.
- (10) On 6 November 2024, the Company published an announcement to announce completion of the Placing (the “**Placing Completion Announcement**”). It is disclosed in the Placing Completion Announcement that each of the Placees and/or their respective ultimate beneficial owner(s) is a third party independent of and not connected with the Company and its connected persons.

- (11) On 6 December 2024, the Market Supervision Department issued an administrative decision 《撤銷商事登記決定書》 to revoke the change of industrial and commercial registration of Shenzhen Aidigong made on 27 August 2024 on the ground that such change was effected based on submission of false materials or concealment of material facts by way of other deceitful means, and adjudicate that the legal representative of Shenzhen Aidigong should be restored from Ms. Wang back to Ms. Zhu (the “**Revocation Decision**”).
- (12) On 12 December 2024, Ms. Zhu issued a letter to the Board informing them of the Revocation Decision made by the Market Supervision Department and requiring the Company’s immediate action to publish further announcement to clarify and provide update information on the latest progress of the Forged Seal Matters (including but not limited to the Revocation Decision).
- (13) On 17 January 2025, the Company published an inside information announcement (the “**Inside Information Announcement**”) to provide update on the Change of Legal Representative. However, the Inside Information Announcement still did not give a full picture on the Change of Legal Representative incident. For instance, the Forged Seal Matters as well as the real reason for the Market Supervision Department granting the Revocation Decision have not been disclosed in the Inside Information Announcement.
- (14) On 24 January 2025, Ms. Zhu issued another letter to the Board requesting the Company to establish an independent committee to investigate, among other matters, whether there is any false contents and/or material non-disclosure in the Voluntary Announcement and the Inside Information Announcement and to report all findings to the Board in writing.

In light of the above, we, the Requisitionists, consider that the foregoing series of incidents as a whole is prejudicial to the interests of the Company and the Shareholders in the following manner:-

- (a) By virtue of the omission and material non-disclosure in the aforesaid announcements (including but not limited to the Voluntary Announcement and the Inside Information Announcement), (i) the Company had failed to disclose inside information in a timely manner; and (ii) the Company and the Board had also failed to ensure information contained in announcements being accurate and complete in all material respects and not misleading or deceptive, which may constitute possible breach of laws, rules and regulations on the part of the Company and/or the then Directors, thereby requiring independent investigation to look into any non-compliance or director’s misconduct.

- (b) Since the commencement of the Placing in June 2024, the Company's publication of various incomplete and/or misleading announcements (including but not limited to the Voluntary Announcement and the Inside Information Announcement) obscured the facts of the Change in Legal Representative incident and concealed the Forged Seal Matters. Under such circumstances, the Shareholders and the investing public of the Company were unable to assess the impact of the Change in Legal Representative on the Group and to make informed decisions as to their investment in the Company's shares. Despite repeated requests made by Ms. Zhu to the Board, the Company failed to take any remedial measures to clarify inaccurate and misleading information in the said published announcements. Accordingly, the Shareholders have been deprived of the opportunity to understand the true and fair status of the Group, thereby undermining the interests of the Shareholders.
- (c) Based on public information and other information available to the Requisitionists, majority of the Placees were found to have relationship with, among others, Ms. Wang and her related companies. Accordingly, majority of the Placees are not independent of the Company and its connected person. The Placing Completion Announcement is therefore misleading. Further, it is questionable as to whether this constituted any breach of directors' duties as to the failure to disclose material information and whether there was any dishonesty (or even conspiracy) to conceal these facts.
- (d) The Placing was extended for three months, but its terms were not adjusted to reflect prevailing market conditions (i.e. the Placing Price was significantly lower than most of the closing trading prices of the shares of the Company quoted at the Stock Exchange during the Placing period). Taking into account that the Placing would result in dilution of the shareholding interest in the Company of the existing Shareholders, extensions of the Placing leading to the Placing Shares being placed at a highly discounted price are not in the interests of the Company and the Shareholders but at their expense to provide preferential treatment to the Placees (including those Placees related to Ms. Wang).
- (e) The Forged Seal Matters and the Change of Legal Representative incident took place during the Placing, and they should be regarded as price-sensitive information which would have an adverse impact on the Placing, if so disclosed to the investing public. As such, the rationale of the Company's publication of an incomplete and misleading Voluntary Announcement in the course of the Placing is in doubt.

In view of the foregoing, we, the Requisitionists, believe that there is an imminent need for the Company to conduct independent investigation, and to advise and report to the Board, on any breach of laws, rules and regulations on the part of the Company and/or the then Directors and/or their respective associates, in respect of (i) the Placing; (ii) the Change of Legal Representative and the Forged Seal Matters; and (iii) any withholding or non-disclosure of inside information of the Group especially during the Placing period, so to enable the Company to take remedial measures to restore its corporate governance and internal control back to sound and orderly manner as well as safeguard the interests of the Company and the Shareholders.

Furthermore, due to the irregularity (or even injustice) in the Placing as particularized in subparagraphs (c) and (d) above, we, the Requisitionists, hereby request each of the Placees, who has become a Shareholder as a result of the Placing, not to exercise his/her/its voting rights over the Placing Shares to cast vote(s) on or to abstain from voting on the resolutions set out in this letter. On the other hand, we urge all the other Shareholders to vote in favor of all the resolutions set out in this letter so to enable the Group's business be managed and operated under the leadership of Ms. Zhu, being the founder of the Group's postpartum care services business.

Last but not least, we demand the Company to make full and frank disclosure on all the information and facts set out in this letter, without any omission, in any announcement(s) and circular(s) relating to the SGM Requisition to be published/issued by the Company in accordance with its Bye-laws and the Listing Rules.

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## NOTICE OF SPECIAL GENERAL MEETING

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### 愛帝宮母嬰健康股份有限公司 AIDIGONG MATERNAL & CHILD HEALTH LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 286)**

**NOTICE IS HEREBY GIVEN** that the special general meeting (the “**Special General Meeting**”) of Aidigong Maternal & Child Health Limited (the “**Company**”) will be held at Portion 2, 12/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 13 January 2026 at 11:00 a.m. for considering and, if thought fit, passing, with or without amendments, the following resolutions:

#### **ORDINARY RESOLUTIONS**

1. “**THAT** Mr. Huang Wenhua be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”
2. “**THAT** Ms. Zhu Yufei be and is appointed as an executive director of the Company with immediate effect upon the passing of this resolution.”
3. “**THAT** Mr. Lin Jiang be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”
4. “**THAT** Ms. Yu Lin be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.”
5. “**THAT** Mr. Li Runping be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”
6. “**THAT** Ms. Wang Jun be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.”
7. “**THAT** Ms. Meng Lijia be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”

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## NOTICE OF SPECIAL GENERAL MEETING

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8. “**THAT** Mr. Jiang Yanbo be and is appointed as an independent non-executive director of the Company with immediate effect upon the passing of this resolution.”
9. “**THAT** Mr. Wang Bin be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”
10. “**THAT** Mr. Chu Pui Ki Dickson be and is removed as a director of the Company with immediate effect upon the passing of this resolution.”
11. “**THAT**, save for those directors of the Company that may be appointed pursuant to resolutions numbered (2), (4), (6) and (8) above, all existing directors of the Company that may be appointed up to and including the time immediately before the SGM be removed with immediate effect upon the passing of this resolution.”
12. “**THAT** any one or more of the director(s) or the secretary of the Company be and is/are hereby authorized to do all such acts and things and execute and deliver all such documents as he/she/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the aforementioned resolutions and to attend to any necessary registration and/or filing for and on behalf of the Company; and **THAT** the registered office provider of the Company be and is hereby authorized to update the register of directors and officers of the Company in respect of the above-mentioned appointment and removal of directors of the Company, and arrange for the requisite filing in Bermuda.”
13. “**THAT** an independent international law firm or other international professional firm be engaged to conduct an independent investigation, and to advise and report to the board of directors of the Company, on any breach of laws, rules and regulations on the part of the Company and/or the then directors of the Company and/or their respective associates, in respect of (i) the Placing (as defined in the Company’s circular dated 10 July 2024); (ii) change of legal representative of Shenzhen Aidigong Maternity Health Management Co., Ltd.\* (深圳愛帝宮母嬰健康管理有限公司), a subsidiary of the Company, from Ms. Zhu Yufei to Ms. Wang Aier in or around August 2024 and the suspected forgery of chop/document (as referred to in the Company’s announcements dated 19 September 2024, 17 January 2025 and 2 April 2025, etc.); and (iii) any withholding or non disclosure of inside information of the Group especially during the Placing period.”

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## NOTICE OF SPECIAL GENERAL MEETING

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14. “**THAT** the board of directors of the Company be and is hereby requested to diligently fulfill all the resumption guidance as set out in the Company’s announcements dated 13 March 2025 and 4 July 2025, respectively.”

By Order of the Board  
**Aidigong Maternal & Child Health Limited**  
**Huang Wenhua**  
*Chairman and Chief Executive Officer*

Hong Kong, 29 December 2025

*Notes:*

1. The Special General Meeting will be held in a form of physical meeting. Any Shareholder entitled to attend and vote at the Special General Meeting is entitled to appoint one or more separate proxies to attend and to vote instead of him. A proxy need not be a Shareholder. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney or other person duly authorised on its behalf to sign the same.
3. A form of proxy for use at the Special General Meeting is enclosed. To be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for holding the Special General Meeting or at any adjournment thereof.
4. No instrument appointing proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Meeting or any adjournment thereof in cases where the Meeting was originally held within 12 months from such date.
5. Completion and delivery of an instrument appointing a proxy shall not preclude a Shareholder from attending and voting in person at the Meeting if the Shareholder so wish and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. All resolutions as set out in this notice will be taken by poll.
7. This circular containing the information with respect to certain resolutions and this notice have been sent to the Shareholders.

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## NOTICE OF SPECIAL GENERAL MEETING

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8. For the purpose of ascertaining Shareholders' right to attend and vote at the above meeting, the register of members of the Company will be closed and the relevant details are set out below:

Latest time to lodge transfer: 4:30 p.m. on 7 January 2026 (Wednesday)

Book closure: 8 January 2026 (Thursday) to 13 January 2026 (Tuesday)

Record date: 13 January 2026 (Tuesday)

During the above closure period, no transfer of shares will be registered. In order to qualify for the right to attend and vote at the above meeting, all relevant share certificates and properly completed transfer forms must be lodged for registration with the Company's branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before the above latest time to lodge transfer.

9. As at the date hereof, the Board comprises Mr. Huang Wenhua, Mr. Lin Jiang, Mr. Li Runping and Ms. Meng Lijia as executive Directors, and Mr. Chu Pui Ki Dickson, Mr. Wang Bin and Mr. Ma Siu Kit, as independent non-executive Directors.
10. Shareholders or their proxies shall produce documents of their proof of identity when attending the Meeting.