THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Xikang Cloud Hospital Holdings Inc.**, you should at once hand this circular, together with the form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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

Xikang Cloud Hospital Holdings Inc.
熙康雲醫院控股有限公司

(formerly known as Neusoft Xikang Holdings Inc. 東軟熙康控股有限公司)
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 9686)

PROPOSED RE-ELECTION OF DIRECTORS
PROPOSED RE-APPOINTMENT OF AUDITOR
PROPOSED GRANTING OF GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of Xikang Cloud Hospital Holdings Inc. to be held at Jinxing Hall, Neusoft Corporation Conference Center, No. 2 Xinxiu Street, Hunnan District, Shenyang, Liaoning, the PRC on Thursday, May 21, 2026 at 9:30 a.m. is set out on pages 16 to 19 of this circular.

If you intend to appoint a proxy to attend the Annual General Meeting, please complete and sign the form of proxy in accordance with the instructions printed thereon and return it to the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof (as the case may be) for it to be valid (in terms of the Annual General Meeting, i.e. not later than 9:30 a.m. on Tuesday, May 19, 2026 (Hong Kong time)). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

This circular together with the form of proxy has been published on the website of The Stock Exchange of Hong Kong Limited (https://www.hkexnews.hk) and the website of the Company (https://www.xikang.com), and will be despatched to Shareholders in accordance with their selected means of receipt of communication.

References to time and dates in this circular are to Hong Kong time and dates.

April 22, 2026

CONTENTS

Page

DEFINITIONS 1

LETTER FROM THE BOARD

1. Introduction 4
2. Proposed Re-election of Directors 5
3. Proposed Re-appointment of Auditor 5
4. Proposed Granting of General Mandate to Issue Shares 6
5. Proposed Granting of General Mandate to Repurchase Shares 6
6. Voting by Way of a Poll 6
7. Proxy Arrangement and Closure of Register of Members 7
8. Responsibility Statement 7
9. Recommendation 7
10. General Information 8

APPENDIX I – DETAILS OF THE DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING 9

APPENDIX II – EXPLANATORY STATEMENT ON THE SHARE REPURCHASE MANDATE 12

NOTICE OF ANNUAL GENERAL MEETING 16

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

"Annual General Meeting"	the annual general meeting of the Company to be held at Jinxing Hall, Neusoft Corporation Conference Center, No. 2 Xinxiu Street, Hunnan District, Shenyang, Liaoning, the PRC on Thursday, May 21, 2026 at 9:30 a.m. to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 16 to 19 of this circular, or any adjournment thereof
"Board"	the board of Directors of the Company
"CCASS"	Central Clearing and Settlement System
"Company", "our Company" or "the Company"	Xikang Cloud Hospital Holdings Inc. (熙康雲醫院控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock code: 9686)
"Director(s)"	the director(s) of the Company
"Group", "our Group" or "the Group"	the Company, its subsidiaries and the Consolidated Affiliated Entities controlled by contractual arrangements (or, where the context so requires, the Company and any one or more of its subsidiaries)
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	April 16, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange (as amended, supplemented or otherwise modified from time to time)

"Memorandum and Articles of Association"	the ninth memorandum and articles of association of the Company currently in effect (as amended, supplemented or otherwise modified from time to time)
"Neusoft (HK)"	Neusoft (HK) Limited (東軟(香港)有限公司), a company incorporated under the laws of Hong Kong on August 25, 2000 and a wholly-owned subsidiary of Neusoft Corporation
"Neusoft Corporation"	Neusoft Group Co., Ltd.* (東軟集團股份有限公司), a company incorporated under the laws of the PRC on June 17, 1991, which is listed on the Shanghai Stock Exchange (stock code: 600718) on June 18, 1996
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended, supplemented or otherwise modified from time to time)
"Share(s)"	ordinary share(s) of US$0.0002 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
"Share Issuance Mandate"	a general mandate and unconditional mandate proposed to be granted to the Directors to allot, issue or deal with new Shares (including sales or transfers of treasury shares) of not exceeding 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting
"Share Repurchase Mandate"	a general mandate proposed to be granted to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting
"Shareholder(s)"	holder(s) of our Shares

* *For identification purpose only*

"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	the Codes on Takeovers and Mergers approved by the Securities and Futures Commission (as amended, supplemented or otherwise modified from time to time)
"treasury shares"	has the meaning ascribed to it under the Listing Rules



Xikang Cloud Hospital Holdings Inc.
熙康雲醫院控股有限公司

(formerly known as Neusoft Xikang Holdings Inc. 東軟熙康控股有限公司)
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 9686)

Chairman and Non-executive Director
Dr. LIU Jiren (劉積仁)

Executive Director
Ms. ZONG Wenhong (宗文紅)
(Chief Executive Officer)

Non-executive Directors
Mr. XU Hongli (徐洪利)
Dr. WANG Nan (王楠)
Mr. PU Chengchuan (蒲成川)

Independent Non-executive Directors
Dr. CHEN Yan (陳艷)
Dr. QI Guoxian (齊國先)
Dr. YIN Guisheng (印桂生)

Registered Office:
PO Box 309, Ugland House
Grand Cayman
KY1-1104
Cayman Islands

Head Office and Principal Place of Business in China:
1-1, 1-2, 1-3, 1-4, 1-5, 2-1
No. 12 Huizheng Alley
Haishu District
Ningbo City, Zhejiang Province
PRC

Principal Place of Business in Hong Kong:
40th Floor, Dah Sing Financial Centre
248 Queen's Road East
Wanchai
Hong Kong

To the Shareholders,

Dear Sir or Madam,

PROPOSED RE-ELECTION OF DIRECTORS
PROPOSED RE-APPOINTMENT OF AUDITOR
PROPOSED GRANTING OF GENERAL MANDATES TO ISSUE SHARES AND TO REPURCHASE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide Shareholders with information in respect of the certain resolutions to be proposed at the Annual General Meeting to be held on May 21, 2026.

2. PROPOSED RE-ELECTION OF DIRECTORS

Pursuant to Article 16.19 of the Memorandum and Articles of Association, at every annual general meeting of the Company, one-third of the Directors for the time being (or, if their number is not three or a multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. Accordingly, Dr. LIU Jiren, Ms. ZONG Wenhong and Dr. WANG Nan will retire as Directors at the Annual General Meeting. All the aforesaid Directors are eligible and willing to be re-elected at the Annual General Meeting.

Dr. LIU Jiren, the non-executive Director, Ms. ZONG Wenhong, the executive Director, and Dr. WANG Nan, the non-executive Director, have been actively involved in the affairs of the Board and have brought balanced views and knowledge, experience and know-how to the Board to carry out their functions and responsibilities.

The Nomination Committee has reviewed the structure and composition of the Board, the qualifications, skills and experience, time commitment and contribution of the retiring Directors (with reference to the nomination principles and criteria set out in the Company's board diversity policy and director nomination policy and the Company's corporate strategy). Pursuant to the board diversity policy, selection of Board candidates will be based on a range of diversity perspectives, including but not limited to gender, age, culture, educational background, industry experience, technical ability, professional qualifications and skills, knowledge, years of service and other relevant factors. The Company also takes into account the Company's own business model and special needs. The final selection of candidates for directors is based on the merits of the candidates and the contributions they will bring to the Board. The Nomination Committee has recommended to the Board on re-election of all the retiring Directors. The retiring Directors will continue to bring valuable business experience, knowledge and professionalism to the Board to improve the Company's operational efficiency and diversity.

Details of the Directors proposed to be re-elected at the Annual General Meeting are set out in Appendix I to this circular.

3. PROPOSED RE-APPOINTMENT OF AUDITOR

Ernst & Young (which audited the consolidated financial statements of the Company for the year ended December 31, 2025) will retire as the auditor of the Company at the Annual General Meeting and, being eligible, offer itself for re-appointment.

The Board, upon the recommendation of the Audit Committee of the Company, proposed to re-appoint Ernst & Young, as the auditor of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company and authorize the Board to fix its remuneration.

4. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES

Pursuant to the resolution of Shareholders of the Company dated May 22, 2025, a general mandate was granted to the Directors to issue the Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Issuance Mandate to the Directors to allot, issue or deal with additional Shares (including sales or transfers of treasury shares) not exceeding 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting (i.e. equivalent to 168,375,361 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting). An ordinary resolution to enlarge the Share Issuance (including sales or transfers of treasury shares) Mandate by adding the total number of Shares bought back by the Company pursuant to the Share Repurchase Mandate will also be proposed at the Annual General Meeting.

5. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

Pursuant to the resolution of Shareholders of the Company dated May 22, 2025, a general mandate was granted to the Directors to repurchase Shares. Such mandate will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the Annual General Meeting to approve the granting of the Share Repurchase Mandate to the Directors to repurchase Shares on the Stock Exchange of not exceeding 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting (i.e. equivalent to 84,187,680 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting).

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Repurchase Mandate is set out in Appendix II to this circular.

6. VOTING BY WAY OF A POLL

Pursuant to the Listing Rules and the Articles of Association of the Company, any vote of Shareholders at a general meeting must be taken by poll except where the chairperson of the meeting under the Listing Rules allows a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. After the Annual General Meeting, the Company will publish the voting results in the manner required by the Listing Rules.

7. PROXY ARRANGEMENT AND CLOSURE OF REGISTER OF MEMBERS

The notice of the Annual General Meeting is set out on pages 16 to 19 of this circular.

For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Monday, May 18, 2026 to Thursday, May 21, 2026 (both dates inclusive). Shareholders whose names appear on the registers of members of the Company on Thursday, May 21, 2026 (i.e. the record date for the Annual General Meeting) are entitled to attend and vote at the Annual General Meeting. In order to be eligible to attend and vote at the Annual General Meeting, holders of the Shares of the Company shall ensure that all transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, May 15, 2026.

A form of proxy for use at the Annual General Meeting has been published on the website of the Stock Exchange (https://www.hkexnews.hk) and the website of the Company (https://www.xikang.com), and will be despatched to Shareholders in accordance with their selected means of receipt of communication. To be valid, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority as soon as possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof (as the case may be) (for the Annual General Meeting, it shall be no later than 9:30 a.m. on Tuesday, May 19, 2026 (Hong Kong time)). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting if you so wish, and in such case, the form of proxy previously submitted shall be deemed to be revoked.

8. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

9. RECOMMENDATION

The Directors consider that the proposed resolutions in relation to the granting of the general mandates to issue Shares and to repurchase Shares and the re-election of the retiring Directors and other resolutions to be proposed at the Annual General Meeting are in the best interests of the Company and its Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

10. GENERAL INFORMATION

Your attention is also drawn to the additional information set out in the appendices of this circular. The English text of this circular shall prevail over its respective Chinese text for the purpose of interpretation.

By order of the Board
Xikang Cloud Hospital Holdings Inc.
Chairman of the Board and Non-executive Director
Dr. LIU Jiren

April 22, 2026

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

(1) DR. LIU JIREN

Dr. LIU Jiren (劉積仁), aged 70, has been the chairman of the Board and a non-executive Director of our Company since July 15, 2011. He is a core founding member of our Group. Dr. Liu is one of the founders of Neusoft Corporation. He served as a director and the general manager of Shenyang Neusoft Software Co., Ltd.* (瀋陽東軟軟件股份有限公司) ("**Neusoft Software**") (formerly known as Shenyang Neu-Alpine Software Co., Ltd* (瀋陽東大阿爾派軟件股份有限公司), the predecessor of Neusoft Corporation), from June 1991 to August 1999, the chairman of the board of Neusoft Software from August 1999 to June 2008, and the chairman of the board and president of the former Neusoft Corporation from May 2003 to June 2008. He has acted as the chief executive officer of Neusoft Corporation from June 2008 to April 2021, the chairman of the board of Neusoft Corporation from June 2008 to April 2025 and the honorary chairman since April 2025. Dr. Liu has concurrently served as the chairman of the board of Dalian Neusoft Holdings Co., Ltd. ("**Neusoft Holdings**") since November 2011. Since August 2018, he has served as a non-executive director and the chairman of the board of Neutech Group Limited (formerly known as "Neusoft Education Technology Co. Limited", a company listed on the Stock Exchange (stock code: 9616.HK) mainly engaged in providing private IT higher education services. In addition, Dr. Liu served as a lecturer at Northeastern University (東北大學) (formerly known as Northeastern University of Technology (東北工學院)) from May 1987 to June 1988, the vice president of Northeastern University from March 1995 to August 2014 and a professor of Northeastern University since June 1988. Dr. Liu received his bachelor', master' and doctoral degrees in computer application from Northeastern University in the PRC in April 1980, December 1982 and November 1987, respectively.

Pursuant to the SFO, as at the Latest Practicable Date, Dr. LIU Jiren indirectly held 193,252,305 Shares of the Company.

Subject to the re-election of Dr. LIU Jiren being approved by the Annual General Meeting, Dr. LIU Jiren will enter into a new service contract with the Company, for a term of three years commencing from the date of approval at the Annual General Meeting. As a non-executive Director, Dr. LIU Jiren does not receive any Director's fee or remuneration from the Company.

(2) MS. ZONG WENHONG

Ms. ZONG Wenhong (宗文紅), aged 58, has been the chief executive officer of our Company since December 15, 2015 and the executive Director since December 27, 2019 (previously the vice president and chief medical officer) of our Company. Ms. Zong also holds directorship and senior management position in a number of our Group members, including: (i) the director and the general manager of Xikang Healthcare Technology Co., Ltd. (熙康健康科技有限公司), (ii) the director and the general manager of Beijing Neusoft Xikang Medical Technology Co., Ltd. (北京東軟熙康醫療科技有限公司), (iii) the director and the general manager of Beijing Neusoft Xikang Information Technology Co., Ltd. (北京東軟熙康信息技術

有限公司), (iv) the director and the general manager of Shanghai Xikang Healthcare Management Co., Ltd. (上海熙康健康管理有限公司), and (v) the director and the general manager of Xikang (Ningbo) Smart Wearable Equipment Co., Ltd. (熙康(寧波)智能可穿戴設備有限公司). Ms. Zong currently does not hold any executive position in Neusoft Corporation or Neusoft Holdings. Prior to joining our Group, Ms. Zong worked consecutively as (i) the deputy director of Shanghai Jing'an Community Health Service Management Center (上海市靜安區社區衛生服務管理中心) (formerly known as Shanghai Zhabei Community Health Service Management Center (上海市閘北區社區衛生服務管理中心)) from August 2007 to January 2010 and (ii) the standing deputy director of Shanghai Jing'an Health Technology and Information Center (上海市靜安區衛生技術信息中心) (formerly known as Shanghai Zhabei Health Technology and Information Center (上海市閘北區衛生科技與信息中心)) from February 2010 to July 2015. She has served as the vice chairman of the Health Records and Regional Health Informatization Professional Committee (健康檔案與區域衛生信息化專業委員會) of the Chinese Medical Information and Big Data Association (中國衛生信息與健康醫療大數據學會) since May 2019. Ms. Zong obtained her bachelor' degree in clinical medicine in July 2002 from Shanghai Jiao Tong University School of Medicine (上海交通大學醫學院) (formerly known as Shanghai No.2 Medicine University (上海第二醫科大學)) in the PRC, and her master' degree in software engineering from Dalian University of Technology (大連理工大學) in the PRC in January 2009. Ms. Zong received her intermediate qualifications (中級資格) in obstetrics and gynecology, internal medicine and general medicine from the National Health Commission of the People' Republic of China (中華人民共和國國家衛生健康委員會) in October 2002, June 2004 and June 2005, respectively. She was granted the title of Chief Physician (主任醫師) in general medicine from Shanghai Municipal Human Resources and Social Security Bureau (上海市人力資源和社會保障局) in November 2013.

Pursuant to the SFO, as at the Latest Practicable Date, Ms. ZONG Wenhong indirectly held 20,789,500 Shares of the Company. Pursuant to the pre-IPO share option scheme adopted by the Company on March 29, 2019 and the post-IPO share option scheme adopted by the Company on May 28, 2021, as at the Latest Practicable Date, Ms. ZONG Wenhong held pre-IPO share options and post-IPO share options corresponding to 10,500,000 Shares of the Company and 9,000,000 Shares of the Company, respectively.

Subject to the re-election of Ms. ZONG Wenhong being approved by the Annual General Meeting, Ms. ZONG Wenhong will enter into a new service contract with the Company, for a term of three years commencing from the date of approval at the Annual General Meeting. Ms. ZONG Wenhong does not receive any remuneration in her capacity as an executive Director, but instead receives annual remuneration with reference to her specific management position in the Company. For details of her remuneration for 2025, please refer to the 2025 annual report of the Company. Such remuneration will be adjusted from time to time with reference to the rates determined at the discretion of the Remuneration Committee of the Company. In determining such rates, the Remuneration Committee of the Company will take into account: (i) the operating results of the Group; and (ii) the performance of the relevant Director.

(3) DR. WANG NAN

Dr. WANG Nan (王楠), aged 50, has been a non-executive Director of our Company since November 18, 2015. Dr. Wang has been working for Neusoft Corporation since August 1995. From August 1995 to May 2011, she served in Neusoft Corporation, in a consecutive order, as (i) the head of Java application department of the software center (軟件中心 Java 應用部), (ii) the deputy manager and the head of mobile Internet affair department (移動互聯網事業部) of Neusoft Middleware Technology Branch* (東軟中間件技術分公司), (iii) the deputy director of Neusoft Automotive Advanced Technology Research Center (東軟汽車電子先行技術研究中心), (iv) the vice president and the director of strategic alliance and overseas business promotion department (戰略聯盟與海外業務推進事業部). She is (i) the senior vice president since May 2011, (ii) the secretary to the board since December 2011, and (iii) the chief investment officer from April 2021 to April 2025. Aside from being a key member of Neusoft Corporation, Dr. Wang has also served as a non-executive director of Hospital Corporation of China Limited (弘和仁愛醫療集團有限公司), a company listed on the Stock Exchange (stock code: 3869.HK) since May 2017. Dr. Wang obtained her bachelor', master' and doctoral degrees in computer application from Northeastern University in the PRC in June 1994, in March 1997 and in July 2009, respectively. Dr. Wang was a member of the Fifth session of the Review Committee of Shanghai Stock Exchange and an expert member of the Science and Technology Innovation Advisory Committee of the Shanghai Stock Exchange.

Pursuant to the SFO, as at the Latest Practicable Date, Dr. WANG Nan indirectly held 20,789,500 Shares of the Company.

Subject to the re-election of Dr. WANG Nan being approved by the Annual General Meeting, Dr. WANG Nan will enter into a new service contract with the Company, for a term of three years commencing from the date of approval at the Annual General Meeting. As a non-executive Director, Dr. WANG Nan does not receive any Director's fee or remuneration from the Company.

Save as disclosed above, as of the Latest Practicable Date, each of the above re-elected candidates for directors does not have any other major appointments and professional qualifications; nor does any of them hold any other positions within the Company or its subsidiaries or any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years prior to the Latest Practicable Date; nor does any of them have any relationship with any directors, senior management of the Company, substantial Shareholders or controlling Shareholders of the Company. Save as disclosed above, as at the Latest Practicable Date, to the knowledge and belief of the directors, the above re-elected candidates for directors do not have any interests in the securities of the Company (within the meaning of Part XV of the Securities and Futures Ordinance). Each of the above re-elected candidates for directors confirms that there is not any other matter relating to his/her proposed appointment that needs to be brought to the attention of the Shareholders, nor is there any other information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 841,876,805 Shares.

Subject to the passing of the ordinary resolution set out in item 5 of the notice of the Annual General Meeting in respect of the granting of the Share Repurchase Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting, i.e. being 841,876,805 Shares, the Directors would be authorized under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, up to 84,187,680 Shares, representing 10% of the total number of Shares in issue (excluding treasury shares) as at the date of the Annual General Meeting.

2. REASONS FOR SHARE REPURCHASE

The Directors believe that the granting of the Share Repurchase Mandate is in the best interests of the Company and the Shareholders.

Repurchase of Shares may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a repurchase will benefit the Company and the Shareholders.

3. FUNDING OF SHARE REPURCHASE

The Company may only apply funds legally available for Share repurchase in accordance with its Articles of Association, the laws of the Cayman Islands and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE REPURCHASE

There might be an adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended December 31, 2025) in the event that the Share Repurchase Mandate was to be exercised in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital requirements of the Company or the gearing levels which in the opinion of the

Directors are from time to time appropriate for the Company. Under the Listing Rules, in the event the Company conducts a repurchase of Shares, the Company may cancel such repurchased Shares and/or hold them as treasury shares subject to, for example, market conditions and its capital management needs at the relevant time of the repurchases (the Company may use the general mandate to allot, issue and deal with additional Shares (including any sale and transfer of Shares out of treasury that are held as treasury shares) upon completion of relevant compliance obligations). All Shares held as treasury shares retain their listing status.

5. SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange in each month during the last 12 months immediately preceding the Latest Practicable Date were as follows:

Month	**Highest**	**Lowest**
	HK$	*HK$*
2025		
April	0.94	0.67
May	0.95	0.86
June	1.16	0.90
July	1.02	0.85
August	1.03	0.93
September	1.04	0.88
October	0.99	0.87
November	1.02	0.90
December	1.00	0.81
2026		
January	0.98	0.85
February	0.94	0.83
March	0.98	0.75
April *(up to the Latest Practicable Date)*	0.94	0.81

6. GENERAL

None of the Directors nor, to the best of their knowledge and having made all reasonable enquiries, any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to repurchase Shares pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

For any treasury shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings of the Company for the treasury shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury shares.

The Directors confirmed that neither this explanatory statement nor the proposed Share Repurchase Mandate has any unusual features.

7. TAKEOVERS CODE

If, as a result of a repurchase of Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best knowledge of the Company, as at the Latest Practicable Date, Neusoft (HK), the largest Shareholder of the Company, held 206,206,710 Shares of the Company, representing approximately 24.49% of the issued Shares of the Company. Neusoft (HK) is a wholly-owned subsidiary of Neusoft Corporation and Neusoft Corporation is deemed to be interested in the Shares held by Neusoft (HK) under the Securities and Futures Ordinance. In the event that the Directors exercise in full their powers to repurchase Shares pursuant to the proposed Share Repurchase Mandate, the shareholdings of Neusoft Corporation and Neusoft (HK) in the issued Shares of the Company would increase to approximately 27.21%.

The Directors believe that such an increase would not give rise to a mandatory offer under Rule 26 of the Takeovers Code.

The Directors have no intention to exercise the Share Repurchase Mandate to such an extent as would give rise to a mandatory offer under Rule 26 of the Takeovers Code and/or to result in the total number of Shares held by Public Shareholders falling below the prescribed minimum percentage as required by the Stock Exchange.

8. SHARE REPURCHASE MADE BY THE COMPANY

During the six months prior to the Latest Practicable Date, the Company had not repurchased any of the Shares (whether on the Stock Exchange or otherwise).

Xikang Cloud Hospital Holdings Inc.
熙康雲醫院控股有限公司

(formerly known as Neusoft Xikang Holdings Inc. 東軟熙康控股有限公司)
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 9686)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Xikang Cloud Hospital Holdings Inc. (the "**Company**") will be held at Jinxing Hall, Neusoft Corporation Conference Center, No.2 Xinxiu Street, Hunnan District, Shenyang, Liaoning, the PRC on Thursday, May 21, 2026 at 9:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements, directors' report and auditor's report of the Company for the year ended December 31, 2025.

2. (a) To re-elect Dr. LIU Jiren as a non-executive Director;

   (b) To re-elect Ms. ZONG Wenhong as an executive Director;

   (c) To re-elect Dr. WANG Nan as a non-executive Director; and

   (d) To authorize the Board of Directors to fix the remuneration of the Directors.

3. To re-appoint Ernst & Young as the auditor of the Company and to authorize the Board of Directors to fix its remuneration.

4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (a) subject to compliance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors of the Company to allot, issue and deal with additional Shares (including sales or transfers of treasury shares) in the share capital of the Company and to make or grant offers, agreements and options which would or might require the exercise of such powers whether during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

(b) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the issue of Shares upon the exercise of options granted under a share option scheme of the Company; and

(iii) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares of the Company in accordance with the Articles of Association of the Company; and

shall not exceed 20% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of this resolution (subject to adjustment in case of any consolidation or subdivision of Shares of the Company after the passing of this resolution); and

(c) for the purposes of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next Annual General Meeting of the Company;

(ii) the expiration of the period within which the next Annual General Meeting of the Company is required by the Articles of Association of the Company or other applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting.

"Rights Issue" means an offer of Shares open for a period fixed by the Directors to holders of Shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such Shares or class thereof (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to compliance with the relevant requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company during the Relevant Period (as defined below) to exercise all the powers of the Company to repurchase its Shares in accordance with all applicable laws, rules and regulations;

(b) the total number of Shares of the Company to be repurchased pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares of the Company after passing this resolution); and

(c) for the purposes of this resolution:

"Relevant Period" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next Annual General Meeting of the Company;

(ii) the expiration of the period within which the next Annual General Meeting of the Company is required by the Articles of Association of the Company or other applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting."

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"THAT conditional upon the passing of the resolutions set out in items 4 and 5 of the notice convening this meeting (the "**Notice**"), the general mandate referred to in the resolution set out in item 4 of the Notice be and is hereby extended by the addition to the total number of Shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether through the issuance of new Shares or the transfer of treasury shares) by the Directors pursuant to such general mandate of the total number of Shares bought back by the Company pursuant to the mandate referred to in resolution set out in item 5 of the Notice,

provided that such amount shall not exceed 10% of the total number of issued Shares of the Company (excluding treasury shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares of the Company after passing this resolution)."

By order of the Board
Xikang Cloud Hospital Holdings Inc.
Chairman of the Board and Non-executive Director
Dr. LIU Jiren

Hong Kong, April 22, 2026

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), all resolutions at the Annual General Meeting shall be taken by poll except where the chairperson of the meeting allows a resolution which relates to a procedural or administrative matter to be voted on by a show of hands. The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any Shareholder of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf when voting by poll. A proxy need not be a Shareholder of the Company. If more than one proxy is so appointed, the form of proxy shall specify the number of Shares in respect of which each such proxy is so appointed. Every Shareholder present in person or by proxy shall be entitled to one vote for each Share held by him/her.

3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be completed and deposited at our Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours before the time appointed for holding the Annual General Meeting or the adjourned meeting (as the case may be). (In terms of the Annual General Meeting, i.e. not later than 9:30 a.m. on Tuesday, May 19, 2026 (Hong Kong time)). Completion and return of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting if you so wish, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Monday, May 18, 2026 to Thursday, May 21, 2026 (both dates inclusive). Shareholders whose names appear on the registers of members of the Company on Thursday, May 21, 2026 (i.e. the record date for the Annual General Meeting) are entitled to attend and vote at the Annual General Meeting. In order to qualify for attending and voting at the Annual General Meeting, Shareholders who are not registered are requested to ensure that all transfer forms accompanied by the relevant share certificates must be lodged with our Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Friday, May 15, 2026.

5. A circular containing further details as set out in items 2, 3, 4, 5 and 6 of the above notice will be published on the websites of the Hong Kong Stock Exchange and the Company together with the 2025 Annual Report of the Company within the same day and the printed versions of which will be despatched to the Shareholders of the Company upon request.

6. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board of the Company comprises Ms. ZONG Wenhong as an executive Director; Dr. LIU Jiren, Mr. XU Hongli, Dr. WANG Nan and Mr. PU Chengchuan as non-executive Directors; and Dr. CHEN Yan, Dr. QI Guoxian and Dr. YIN Guisheng as independent non-executive Directors.