**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 licensed securities dealer, or registered institution in securities, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Kaisa Health Group Holdings Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer, registered institution in securities or other agent through whom the sale was effected for transmission to the purchaser or transferee.



# Kaisa Health Group Holdings Limited
# 佳兆業健康集團控股有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 876)**

## REVISED PROPOSAL ON CHANGE OF COMPANY NAME AND NOTICE OF SPECIAL GENERAL MEETING

Capitalised terms used in the lower portion of this cover page shall have the same respective meanings as those defined in this section headed "Definitions" of the circular.

A letter from the Board is set out on pages 3 to 6 of this circular. A notice convening the SGM of the Company to be held at Conference Room Cambridge Lab, 19/F., Office Plus@Sheung Wan, Nos. 93-103 Wing Lok Street, Sheung Wan, Hong Kong on Tuesday, 1 September 2026 at 11:00 a.m. is set out on pages SGM-1 to SGM-2 of this circular. A form of proxy for use at the SGM is enclosed with this circular. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (http://www.kaisahealth.com).

Whether or not you are able to attend the SGM, please complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, 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 or postponement thereof. Completion and return of the form of proxy will not preclude the shareholders of the Company from attending and voting in person at the meeting if they so wish and in such event, the form of proxy shall be deemed to be revoked.

13 August 2026

# CONTENTS


| | Page |
|---|---|
| **DEFINITIONS** | 1 |
| **LETTER FROM THE BOARD** | 3 |
| **NOTICE OF SPECIAL GENERAL MEETING** | SGM-1 |

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

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| "Acquisition" | the proposed acquisition of the interest in a pharmaceutical business conducted by 青海製藥有限公司 (Qinghai Pharmaceutical Co. Ltd*) which, including its predecessor, has a long history business of over 60 years in the healthcare field, as disclosed in the Company's announcement dated 18 March 2026 and circular dated 2 June 2026 |
| "Announcement" | the announcement of the Company dated 15 July 2026 |
| "Board" | the board of Directors |
| "Company" | Kaisa Health Group Holdings Limited 佳兆業健康集團控股有限公司, an exempted company incorporated in Bermuda with limited liability, whose issued Shares are listed and traded on the Main Board of the Stock Exchange (Stock code: 876) |
| "Director(s)" | the director(s) of the Company |
| "Group" | the Company and its subsidiaries |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Latest Practicable Date" | 10 August 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein |
| "Listing Rules" | the Rules Governing the Listing of Securities on the Stock Exchange |
| "Original Circular" | the circular of the Company dated 30 July 2026 enclosing the Original SGM Notice and Original Proxy Form |
| "Original Proxy Form" | the form of proxy for use at the special general meeting to be held on Tuesday, 18 August 2026 at 11:00 a.m. (or at any adjournment or postponement thereof) |
| "Original SGM Notice" | the notice of the special general meeting of the Company dated 30 July 2026 |
| "PRC" | the People's Republic of China, and for the purpose of this circular only, excludes Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan |
| "Registrar" | Registrar of Companies in Bermuda |

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| "Revised Proposed Change of Company Name" | the change of the current English name of the Company of "Kaisa Health Group Holdings Limited" to "Qinghai Biotech Pharmaceutical Group Limited" and adoption of "青海生物製藥集團有限公司" as the Company's secondary name in Chinese in place of the current Chinese secondary name of "佳兆業健康集團控股有限公司" |
| "SGM" | the special general meeting to be held at Conference Room Cambridge Lab, 19/F., Office Plus@Sheung Wan, Nos. 93-103 Wing Lok Street, Sheung Wan, Hong Kong on Tuesday, 1 September 2026 at 11:00 a.m., to consider and approve the Revised Proposed Change of Company Name, of which notice is set out on pages SGM-1 to SGM-2 of this circular |
| "Share(s)" | ordinary shares of HK$0.0625 each in the share capital of the Company |
| "Shareholder(s)" | the holder(s) of the Share(s) |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |

**Kaisa Health Group Holdings Limited**
**佳兆業健康集團控股有限公司**
*(Incorporated in Bermuda with limited liability)*
**(Stock Code: 876)**

*Executive Directors:*
Mr. Kwok Ying Shing *(Chairman)*
Mr. Luo Jun *(Vice Chairman and Chief Executive Officer)*
Ms. Luo Tingting *(Vice Chairperson)*
Mr. Xie Binhong
Mr. Yang Feng
Mr. Ye Haoda

*Independent Non-executive Directors:*
Dr. Liu Yanwen
Dr. Lyu Aiping
Ms. Li Zhiying

*Registered Office:*
Richmond House
12 Par-la-Ville Road
Hamilton HM 08
Bermuda

*Head Office and Principal Place of Business in Hong Kong:*
30/F., The Center,
99 Queen's Road Central,
Central, Hong Kong

13 August 2026

*To the Shareholders*

Dear Sir/Madam,

**REVISED PROPOSAL ON CHANGE OF COMPANY NAME**
**AND**
**NOTICE OF SPECIAL GENERAL MEETING**

## INTRODUCTION

References are made to (i) the Announcement; (ii) the Original Circular enclosing the Original SGM Notice; (iii) the Original Proxy Form; and (iv) the announcement of the Company dated 6 August 2026 in relation to the Revised Proposed Change of Company Name. The purpose of this circular is to provide the Shareholders with information in respect of the resolution(s) to be proposed at the SGM for the Revised Proposed Change of Company Name.

## REVISED PROPOSED CHANGE OF COMPANY NAME

The Board proposes to put forward a revised proposal to the Shareholders to approve to change the current English name of the Company from “Kaisa Health Group Holdings Limited” to “Qinghai Biotech Pharmaceutical Group Limited” and to adopt “青海生物製藥集團有限公司” as its secondary name in Chinese in place of the current Chinese secondary name of “佳兆業健康集團控股有限公司”.

### Conditions of the Revised Proposed Change of Company Name

The Revised Proposed Change of Company Name is subject to the satisfaction of the following conditions:

(i) the passing of a special resolution by the Shareholders to approve the Revised Proposed Change of Company Name at the SGM; and

(ii) the Registrar granting approval of the Revised Proposed Change of Company Name by way of issuing a Certificate of Change of Name and a Certificate of Secondary Name.

Subject to the satisfaction of the conditions set out above, the Revised Proposed Change of Company Name will take effect from the date on which the Registrar enters the new English name of the Company in place of the current English name of the Company and the new secondary name in Chinese of the Company in place of the current secondary name into the register of companies maintained by the Registrar. The Company will then carry out all necessary registration and/or filing procedures with the Companies Registry in Hong Kong.

### Reasons for the Revised Proposed Change of Company Name

The Board is of the view that the Revised Proposed Change of Company Name will better reflect the Group’s future strategic positioning and business development after the Acquisition. The Board believes that the new names can bring a new atmosphere to the Company’s corporate image and identity, be conducive to the Group’s current and future business expansion and brand building, and benefit the future development of the Group. Accordingly, the Board considers that the Revised Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

### Effects of the Revised Proposed Change of Company Name

The Revised Proposed Change of Company Name will not affect any rights of the Shareholders and the trading of the Shares on the Stock Exchange or the daily business operations of the Company and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Revised Proposed Change of Company Name becomes effective, continue to be effective and as prima facie evidence of legal title to the Shares and will continue to be valid for trading, settlement, registration and delivery purposes.

Accordingly, there will not be any arrangement for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company. Upon the Revised Proposed Change of Company Name becoming effective, any new share certificate of the Company will be issued in the new name of the Company.

In addition, subject to the confirmation by the Stock Exchange, the English and Chinese stock short names of the Company for trading of the Shares on the Stock Exchange will be changed after the Revised Proposed Change of Company Name becomes effective, and the Company will also adopt a new logo.

**GENERAL**

The Revised Proposed Change of Company Name is subject to, inter alia, the approval by the Shareholders by way of a special resolution at the SGM. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no Shareholder will be required to abstain from voting on the special resolution for approving the Proposed Change of Company Name.

**SGM**

The Board resolved that the special general meeting to be held at 11:00 a.m. on 18 August 2026 as stated in the Original Circular and Original SGM Notice will be postponed indefinitely and that a new SGM will be held at 11:00 a.m. on Tuesday, 1 September 2026.

The notice of the new SGM is set out on pages SGM-1 to SGM-3 of this circular.

At the new SGM, a special resolution will be proposed to approve the Revised Proposed Change of Company Name by way of poll.

Shareholders who have already completed and lodged the Original Proxy Form should note that the Original Proxy Form is no longer applicable for use at the new SGM. A new form of proxy for use in connection with the new SGM is enclosed with this circular. If you are not able or do not intend to attend the new SGM but wish to exercise your right as a Shareholder, you are requested to complete and return the accompanying new form of proxy in accordance with the instructions printed thereon and deposit the same as soon as possible and in any event not less than 48 hours before the time appointed for holding the new SGM or the adjournment or postponement thereof to the Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the new form of proxy shall not preclude you from attending, speaking and voting in person at the new SGM should you so desire, and in such event, the instrument appointing your proxy will be deemed to have been revoked.

**CLOSURE OF REGISTER OF MEMBERS**

For the purpose of determining the Shareholders' eligibility to attend and vote at the new SGM, the register of members of the Company will be closed from Thursday, 27 August 2026 to Tuesday, 1 September 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the new SGM, all transfers of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Wednesday, 26 August 2026. The record date for the purpose of ascertaining Shareholders' right to attend, speak and vote at the SGM will be Tuesday, 1 September 2026.

## VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting of the Company 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 to be proposed at the new SGM and contained in the notice of the new SGM will be voted by way of a poll by the Shareholders. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

## 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.

## RECOMMENDATION

The Directors consider that the Revised Proposed Change of Company Name is in the interests of the Company and its Shareholders as a whole and accordingly recommend all the Shareholders to vote in favour of the special resolution to be proposed at the forthcoming SGM.

## MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,
For and on behalf of the Board
**Kaisa Health Group Holdings Limited**
**Kwok Ying Shing**
*Chairman and Executive Director*

# Kaisa Health Group Holdings Limited
# 佳兆業健康集團控股有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 876)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the special general meeting of Kaisa Health Group Holdings Limited (the "**Company**" and the "**Meeting**", respectively) will be held at Conference Room Cambridge Lab, 19/F., Office Plus@Sheung Wan, Nos. 93-103 Wing Lok Street, Sheung Wan, Hong Kong on Tuesday, 1 September 2026 at 11:00 a.m. for the following business:

### SPECIAL RESOLUTION

To consider and, if thought fit, pass the following resolution as a special resolution of the Company:

"**THAT** subject to and conditional upon the approval of the Registrar of Companies in Bermuda (the "**Registrar**") having been obtained by way of issue of a certificate of incorporation on change of name and a certificate of secondary name, the English name of the Company be changed from "Kaisa Health Group Holdings Limited" to "Qinghai Biotech Pharmaceutical Group Limited" and the Chinese name of "青海生物製藥集團有限公司" be adopted as the Company's secondary name in place of its current Chinese secondary name of "佳兆業健康集團控股有限公司" (together, the "**Revised Proposed Change of Company Name**") with effect from the date on which the Registrar registers the new English name of the Company in place of the existing English name of the Company and registers such secondary name as the new secondary name in place of the existing secondary name of the Company as set out in the certificate of incorporation on change of name and certificate of secondary name issued by the Registrar respectively, and that any one director of the Company (each a "**Director**") be and is hereby authorised to execute all such documents (and if such documents are required to be affixed with the common seal, any Director and company secretary of the Company or any two Directors are hereby authorised to sign and to affix the common seal on such documents) and do all such deeds, acts, matters and things as may be required, necessary, appropriate or expedient for the purpose of or in connection with the implementation of or to give effect to the Revised Proposed Change of Company Name and to attend to any necessary registration and/or filing in Bermuda and Hong Kong for and on behalf of the Company in respect of the Revised Proposed Change of Company Name."

By Order of the Board
**Kaisa Health Group Holdings Limited**
**Kwok Ying Shing**
*Chairman and Executive Director*

Hong Kong, 13 August 2026

*Notes:*

1. Any shareholder of the Company (the "**Shareholder**") entitled to attend, speak and vote at the Meeting or its adjournment or postponement is entitled to appoint one (or, if he/she/it holds two or more Shares, more than one) or more proxies to attend, speak and vote instead of him/her/it. A proxy needs not be a Shareholder but must be present in person at the Meeting. If more than one proxy is so appointed, the appointment shall specify the number of Shares in respect of which such proxy is so appointed.

2. In order to be valid, a form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, must be deposited at the office of the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or the adjournment or postponement thereof. Completion and return of the form of proxy will not preclude a Shareholder from attending, speaking and voting in person at the meeting or the poll concerned if he/she/it so wishes and, in such event, the form of proxy shall be deemed to be revoked.

3. For determining the entitlement of the Shareholders to attend and vote at the Meeting, the register of members of the Company (the "**Register**") will be closed from Thursday, 27 August 2026 to Tuesday, 1 September 2026 (both dates inclusive), during which period no transfer of Shares will be effected. To quality for attending, speaking and voting at the Meeting, non-registered Shareholders must lodge all transfer documents, accompanied by the relevant share certificates with the Company's branch share registrar in Hong Kong, 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 no later than 4:30 p.m. on Wednesday, 26 August 2026. The record date for the purpose of ascertaining Shareholders' right to attend, speak and vote at the Meeting will be Tuesday, 1 September 2026.

4. In the case of joint holders of a Share, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he/she/it were solely entitled thereto. If more than one of such joint holders are present at the above meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the name stands in the Register in respect of the joint holding.

5. All the resolutions set out in this Notice shall be decided by poll.

6. (a) Subject to paragraph (b) below, if a Typhoon Signal No. 8 or above is hoisted, an announcement of "extreme conditions" is made by the government of Hong Kong or a Black Rainstorm Warning Signal is expected to be in force at any time three hours before the Meeting, the Meeting will be adjourned or postponed in accordance with the bye-laws of the Company and the Shareholders will be informed of the date, time and venue of the adjourned or postponed Meeting by an announcement posted on the respective websites of the Company and the Stock Exchange.

   (b) If a Typhoon Signal No. 8 or above, an announcement of "extreme conditions" by the government of Hong Kong or a Black Rainstorm Warning Signal is cancelled three hours before the time fixed for holding the Meeting and where conditions permit, the Meeting will be held as scheduled.

   (c) The Meeting will be held as scheduled when an Amber or Red Rainstorm Warning Signal is in force.

   (d) After considering their own situations, the Shareholders should decide on their own as to whether they would attend the Meeting under any bad weather condition and if they do so, they are advised to exercise care and caution.

7. The translation into Chinese language of this Notice is for reference only. In case of any inconsistency, the English version shall prevail.

8. As at the date hereof, the Board comprises Mr. Kwok Ying Shing (Chairman), Mr. Luo Jun, Ms. Luo Tingting, Mr. Xie Binhong, Mr. Yang Feng and Mr. Ye Haoda as executive Directors; and Dr. Liu Yanwen, Dr. Lyu Aiping and Ms. Li Zhiying as independent non-executive Directors.