Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 佳兆業健康集團控股有限公司 (the "Company") will be held at 29/F, International Medical Centre, One Chinachem Central, 22 Des Voeux Road Central, Hong Kong on Friday, 13 August 2021 at 10 a.m. for the purposes of considering and, if thought fit, passing with or without modification, the following resolution as ordinary resolution of the Company:

"THAT

(a) the proposed increase in the area of the first phase of the Collective Land for Operation in Rural Areas* (集體經營性建設用地) from no less than 42 mu to no less than 60 mu (the "Proposed Amendment") contemplated under the supplemental cooperation agreement dated 2 July 2021 entered into by and among the Company, Shanghai Xinxing Construction Investment Co., Ltd. (上海新行建設投資有限公司), 上海嘉定區徐行鎮伏虎經濟合作社 (The Economic Cooperative of the Fuhu Village of Xuhang Town, Jiading District, Shanghai*) and 上海佳煦健康服務有限公司 (Shanghai Jiaxu Health Services Co., Ltd*) (the "Supplemental Cooperation Agreement"), and all other transactions in connection therewith and any other ancillary documents, be and are hereby approved, confirmed and/or ratified;

(b) any one of the directors of the Company (the "Directors" and each, a "Director") or the company secretary of the Company (the "Company Secretary") be and are hereby authorised for and on behalf of the Company to sign, seal, execute, perfect, perform, deliver all such agreements, instruments, documents and deeds, and do all such acts, matters and things and take all such steps as they may in their discretion consider necessary, desirable or expedient to implement and/or to give effect to the Proposed Amendment, the Supplemental Cooperation Agreement and all other transactions thereby contemplated as they may in their discretion consider to be desirable and in the interests of the Company."

By order of the Board

Kaisa Health Group Holdings Limited

Zhang Huagang

Chairman

Hong Kong, 29 July 2021

* For identification purposes only

Notes:

- a. An eligible shareholder of the Company is entitle to appoint one or more proxies to attend and vote in his/her stead. A proxy does not need to be a shareholder of the Company.
- b. In the case of joint registered holders of any share of the Company, any one of such persons may vote at the SGM (or any adjournment thereof), either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- c. In order to be valid, a 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 or authority, must be deposited at the Company's Branch Share Registrar and Transfer Office in Hong Kong (i.e. Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong) as soon as possible but in any event not less than forty-eight (48) hours before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the form of proxy shall be deemed to be revoked.

- d. To ascertain shareholders' eligibility to attend and vote at this meeting, the register of members of the Company will be closed from Tuesday, 10 August 2021 to Friday, 13 August 2021 (both days inclusive), during which period no share transfer will be effected. In order to qualify for attending and voting at the special general meeting, unregistered holders of shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Branch Share Registrar and Transfer Office in Hong Kong, Tricor Tengis Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m., on Monday, 9 August 2021.
- e. The resolution set out in this notice will be decided by poll at the SGM.
- f. In order to facilitate the prevention and control of the spreading of the Novel Coronavirus (COVID-19) pandemic and to safeguard the health and safety of the shareholders of the Company, the Company encourages its shareholders to consider appointing the chairman of the SGM as his/her proxy to vote on the relevant resolution at the SGM as an alternative to attending in person.

If tropical cyclone warning signal no. 8 or above is hoisted or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is in force at 7:00 a.m. on Friday, 13 August 2021, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.

As the date of this announcement, the Board comprises five executive Directors, namely Mr. Zhang Huagang (Chairman), Mr. Luo Jun (Co-Vice Chairman), Mr. Wu Tianyu (Co-Vice Chairman), Mr. Kwok Ying Shing and Ms. Kwok Ho Lai, and three independent non-executive Directors, namely Dr. Liu Yanwen, Dr. Lyu Aiping and Ms. Li Yonglan.