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Hospital Corporation of China Limited

弘和仁愛醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3869)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON JULY 31, 2023

The Board is pleased to announce that all the ordinary resolutions proposed at the EGM held on July 31, 2023 were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Hospital Corporation of China Limited (the “**Company**”) dated July 7, 2023 (the “**Circular**”). Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the EGM held on July 31, 2023, notice of which was given to the Shareholders on July 7, 2023 (the “**Notice**”), all the proposed resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll. The poll results are as follows:–

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	(a) the deed of amendment dated 6 June 2023 (the “ Vanguard Glory Deed of Amendment ”) entered into between the Company and Vanguard Glory Limited (“ Vanguard Glory ”) and the alteration of terms of the convertible bonds in the aggregate principal amount of HK\$468,000,000 issued by the Company to Vanguard Glory (the “ Vanguard Glory Convertible Bonds ”) contemplated thereunder (the “ Vanguard Glory Alteration of Terms ”), be and are hereby approved, confirmed and ratified;	19,433,400 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
	<p>(b) the directors of the Company be and are hereby granted a specific mandate to exercise the powers of the Company to allot and issue such number of shares of the Company as may be required to be allotted and issued upon exercise of the conversion rights attaching to the Vanguard Glory Convertible Bonds; and</p> <p>(c) any one or more directors of the Company be and is/ are hereby authorized for and on behalf of the Company to execute all such documents and agreements and do all such acts and things, as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of or giving effect to the Vanguard Glory Deed of Amendment or the Vanguard Glory Alteration of Terms and all matters incidental thereto or in connection therewith.</p>		
2.	<p>(a) the deed of amendment dated 6 June 2023 (the “Hony Fund Deed of Amendment”) entered into between the Company and Honoy Capital Fund VIII (Cayman), L.P. (“Hony Fund VIII”) and the alteration of terms of the convertible bonds in the aggregate principal amount of HK\$773,879,717 issued by the Company to Honoy Fund VIII (the “Hony Fund VIII Convertible Bonds”) contemplated thereunder (the “Hony Fund Alteration of Terms”), be and are hereby approved, confirmed and ratified;</p> <p>(b) the directors of the Company be and are hereby granted a specific mandate to exercise the powers of the Company to allot and issue such number of shares of the Company as may be required to be allotted and issued upon exercise of the conversion rights attaching to the Honoy Fund VIII Convertible Bonds; and</p>	19,433,400 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
	(c) any one or more directors of the Company be and is/ are hereby authorized for and on behalf of the Company to execute all such documents and agreements and do all such acts and things, as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of or giving effect to the Hony Fund Deed of Amendment or the Hony Fund Alteration of Terms and all matters incidental thereto or in connection therewith.		

Notes:

1. The number and percentage of votes are based on the total number of shares voted by the Independent Shareholders at the EGM in person or by proxy.
2. As all of the votes were cast in favour of each of the resolutions, all resolutions were duly passed by the Independent Shareholders as ordinary resolutions of the Company.
3. As at the date of the EGM, the total number of issued shares of the Company was 138,194,000 shares.
4. There was no Share entitling the holder to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.
5. As stated in the Circular, Vanguard Glory (the direct Shareholder of 97,000,000 Shares, representing approximately 70.19% of the issued share capital of the Company as at the date of the EGM), which has material interest in the Vanguard Glory Deed of Amendment and the Hony Fund Deed of Amendment, was required under the Listing Rules to abstain and have so abstained from voting on the resolutions at the EGM. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, except Vanguard Glory, no Shareholder was required to abstain from voting on the resolutions at the EGM. Therefore, the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM was 41,194,000 Shares, representing approximately 29.81% of the issue share capital of the Company as at the date of the EGM.
6. Saved as disclosed above, no Shareholder has indicated in the Circular that it intends to vote against or to abstain from voting on any resolutions proposed at the EGM.

7. The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the purpose of vote-taking at the EGM.

All Directors attended the EGM accordingly.

By order of the Board
Hospital Corporation of China Limited
Chen Shuai
Chairman and Acting Chief Executive Officer

Beijing, China, July 31, 2023

As at the date of this announcement, the Directors of the Company are Mr. CHEN Shuai, Mr. PU Chengchuan and Ms. PAN Jianli being the executive Directors; Ms. LIU Lu and Ms. WANG Nan being the non-executive Directors; Mr. DANG Jinxue, Mr. SHI Luwen and Mr. ZHOU Xiangliang being the independent non-executive Directors.