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**金威医疗集团有限公司**

Good Fellow Healthcare Holdings Limited

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8143)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Good Fellow Healthcare Holdings Limited (the “**Company**”) hereby announces that Dr. Lam Huen Sum (“**Dr. Lam**”) has resigned as an independent non-executive Director, member each of the remuneration committee (the “**Remuneration Committee**”), the audit committee (the “**Audit Committee**”) and the nomination and corporate governance committee of the Company (the “**Nomination and Corporate Governance Committee**”) with effect from 18 January 2024 to pursue his other businesses/commitments.

Dr. Lam confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Dr. Lam for his valuable contribution to the Company during his tenure of office.

## NON-COMPLIANCE WITH THE GEM LISTING RULES

Following the resignation of Dr. Lam as an independent non-executive Director with effect from 18 January 2024, the Board comprises four members with only two independent non-executive Directors and the Audit Committee comprises only two members. As a result, the Company fails to meet:

- (1) the requirement under Rule 5.05(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) which stipulates that every board of directors of a listed issuer must include at least three independent non-executive directors; and
- (2) the requirement under Rule 5.28 of the GEM Listing Rules, which stipulates that the audit committee must comprise a minimum of three members.

As such, the Board will make its best endeavors to identify suitable candidate to fill the vacancy as soon as practicable and in any event within three months from 18 January 2024 in order to ensure compliance by the Company with the requirements under the GEM Listing Rules. The Company will make further announcement as soon as practicable after the appointment of the new independent non-executive Director.

By order of the Board  
**Good Fellow Healthcare Holdings Limited**  
**Ng Chi Lung**  
*Chairman and Executive Director*

Hong Kong, 18 January 2024

*As at the date of this announcement, the Board comprises Mr. Ng Chi Lung and Mr. Wu Qiyou executive Directors; and Ms. Wong Ka Wai, Jeanne and Mr. Lau Tak Kei Arthur independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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 announcement 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 announcement misleading.*

*This announcement will remain on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page of the Stock Exchange for at least seven days from the day of its publication and on the website of the Company at [www.gf-healthcare.com](http://www.gf-healthcare.com).*