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China Medical & HealthCare Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 383)

(1) CHANGE IN THE COMPOSITION OF THE BOARD OF DIRECTORS AND (2) CHANGE OF MEMBERS OF THE BOARD COMMITTEES

The Board announces that with effect from 22 September 2018, the composition of the board of directors of the Company and the members of the board committees of the Company will be changed as follows : -

- (1) Dr. Jonathan Weiyan Seah will step down as the Chairman of the Company and resign as a Non-Executive Director of the Company; and
- (2) Mr. Guo Meibao will be appointed as an Executive Director, a member of executive committee and a member of investment committee of the Company.

The board of directors (the “Board”) of China Medical & HealthCare Group Limited (the “Company”) announces that with effect from 22 September 2018, the composition of the board of directors of the Company and the members of the board committees of the Company will be changed as follows : -

(1) Change in the Composition of the Board of Directors

(a) Dr. Jonathan Weiyan Seah (“Dr. Seah”) – Stepping down as the Chairman and resignation as a Non-Executive Director

Dr. Seah informed the Board that in order to devote more time to his other business, he has decided to step down as the Chairman of the Company and resign as a Non-Executive Director of the Company.

Dr. Seah has confirmed to the Board that there is no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The Board would also like to take this opportunity to express its sincere gratitude to Dr. Seah for his valuable efforts and contributions to the Company during his tenure of service.

(b) Mr. Guo Meibao (“Mr. Guo”) – Appointment as an Executive Director

Mr. Guo will be appointed as an Executive Director of the Company.

Set out below are the biographical details of Mr. Guo : -

Mr. Guo, aged 45, graduated with a major in financial accounting in 1995 and obtained a MBA from the Open University of Macau and a certified public accountant in the People’s Republic of China. He has more than 20 years of financial, operational and investment management experience in China's medical, property and other industries. Mr. Guo was the chairman of 深圳市大馬化投資有限公司 from March 2017 to September 2018. He was a financial controller from October 2010 to October 2013, and the chief executive officer and chairman from October 2013 to March 2017 of 同仁醫療產業集團有限公司 (Tongren Healthcare Industry Group Co., Ltd., a wholly-owned subsidiary of the Company). He was a financial controller from June 2006 to October 2010, and general manager and the chairman from January 2014 to March 2017 of 連雲港嘉泰建設工程有限公司 (Lianyungang Jiatai Construction Company Limited, a wholly-owned subsidiary of the Company). He was also a financial controller of 廣東今宇高爾夫球俱樂部 (Long Island Golf & Country Club) from December 1998 to June 2006.

Mr. Guo will enter into a service agreement with the Company and the term of his service shall continue for a period of 2 years and shall be renewed automatically for a successive 2-year term or until terminated in accordance with the said service agreement. His appointment is also subject to the relevant provisions of retirement and re-election at the annual general meetings of the Company. Mr. Guo will hold office until the next following annual general meeting of the Company and will be eligible for re-election at that meeting in accordance with the Bye-laws of the Company or any other applicable laws whereby he shall vacate his office. Mr. Guo will be entitled to receive a monthly remuneration of RMB100,000, one month year-end double pay and a performance based discretionary bonus. His remuneration is determined by reference to the market salary range for the position and approved by the Board based on his qualifications, experience and level of responsibilities undertaken.

Save as disclosed above, as at the date of this announcement, Mr. Guo confirmed that (i) he does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company; (ii) he does not have and is not deemed to have any interest in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) he has not held any other directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) he does not hold other positions with the Company or its subsidiaries; and (v) there is no other matter or information in relation to the appointment of Mr. Guo that needs to be brought to the attention of shareholders of the Company or to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange.

(2) Change of Members of the Board Committees

Mr. Guo will be appointed as a member of executive committee and a member of investment committee of the Company.

The Board would like to extend a warm welcome to Mr. Guo in joining the Board.

By Order of the Board
China Medical & HealthCare Group Limited
Dr. Jonathan Weiyan Seah
Chairman

Hong Kong, 21 September 2018

As at the date of this announcement, the Board comprises: –

Executive Directors

Ms. Chong Sok Un (Deputy Chairman) and Mr. Kong Muk Yin

Non-Executive Directors

Dr. Jonathan Weiyan Seah (Chairman), Dato' Wong Peng Chong and Mr. Liao Feng

Independent Non-Executive Directors

Mr. Lau Siu Ki, Mr. Zhang Jian and Dr. Xia Xiaoning