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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 is pleased to announce that with effect from 10 October 2023, the composition of the board of directors of the Company and the members of the board committees of the Company have been changed as follows :

- (i) Mr. Lee Seng Hui has been appointed as a Non-Executive Director and the Chairman of the Company;
- (ii) Mr. Mark Wong Tai Chun has been appointed as a Non-Executive Director of the Company, a member of each of the Remuneration Committee and environmental, social and governance committee and also the chairman of the investment committee of the Company;
- (iii) Mr. Lai Hin Wing Henry Stephen has resigned as a Non-Executive Director of the Company; and
- (iv) Mr. Kong Muk Yin has been appointed as the chairman of each of the nomination committee and the executive committee of the Company.

The board of directors (the “**Board**”) of China Medical & HealthCare Group Limited (the “**Company**”) is pleased to announce that with effect from 10 October 2023, the composition of the board of directors of the Company and the members of the board committees of the Company have been changed as follows : -

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

### (i) Mr. Lee Seng Hui (“Mr. Lee”) – Appointment as a Non-Executive Director and the Chairman of the Company

Set out below are the biographical details of Mr. Lee :

Mr. Lee, aged 54, chief executive of Allied Group Limited (“**AGL**”, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), Stock Code : 373), the ultimate holding company of the Company, since January 1998, was appointed as a non-executive director of AGL in July 1992 and became an executive director of AGL in December 1993. Mr. Lee is also a director of certain subsidiaries of AGL. He graduated from the Law School of the University of Sydney with Honours. Previously, he worked with Baker & McKenzie and N M Rothschild & Sons (Hong Kong) Limited. Mr. Lee is the chairman and a non-executive director of Tian An China Investments Company Limited (“**Tian An**”, a company listed on the Main Board of the Stock Exchange, Stock Code : 28), the holding company of the Company, and a non-executive director of APAC Resources Limited (“**APAC**”, a company listed on the Main Board of the Stock Exchange, Stock Code : 1104). He is the non-executive chairman of Mount Gibson Iron Limited (a company listed on the Australian Securities Exchange). Mr. Lee was the chief executive and an executive director of Allied Properties (H.K.) Limited (“**APL**”, a company previously listed on the Stock Exchange until 26 November 2020) between June 2010 and December 2020.

Mr. Lee will enter into a letter of appointment with the Company and the term of his service will continue for a period of two (2) years and will be renewed automatically for a successive 2-year term in accordance with the said letter of appointment. His appointment is also subject to the relevant provisions of retirement and re-election at the annual general meetings of the Company. Mr. Lee 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. Lee will be entitled to receive director’s remuneration which is determined by the Board based on recommendation of the remuneration committee of the Company (the “**Remuneration Committee**”) with reference to the market salary range for the position, his qualifications, experience and level of responsibilities undertaken.

As at the date of this announcement, based on the information currently available, Mr. Lee, one of the trustees of Lee and Lee Trust, being a discretionary trust, is deemed to have a corporate interest in 555,657,010 shares of the Company (representing approximately 51.16% of the entire issued share capital of the Company) pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”) by virtue of his deemed interests in Fareast Global Limited (“**FGL**”), a substantial shareholder of the Company. FGL is an indirect wholly-owned subsidiary of Tian An which in turn is interested as to approximately 55.84% by AGL, which in turn is beneficially owned as to approximately 74.99% by Lee and Lee Trust (inclusive of Mr. Lee’s personal interest).

Save as disclosed above, as at the date of this announcement, Mr. Lee confirmed that (i) he does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company (the “**Shareholders**”); (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 SFO; (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. Lee that needs to be brought to the attention of Shareholders or to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

**(ii) Mr. Mark Wong Tai Chun (“Mr. Wong”) – Appointment as a Non-Executive Director of the Company**

Set out below are the biographical details of Mr. Wong :

Mr. Wong, aged 59, took up the post of director of investment of AGL, the ultimate holding company of the Company, in September 2007. Mr. Wong is also a director of certain subsidiaries of AGL. He has a Master’s Degree in Business Administration and is a fellow of the Hong Kong Institute of Certified Public Accountants, the Association of Chartered Certified Accountants, The Chartered Governance Institute and The Hong Kong Chartered Governance Institute. He is also an alternate director to Mr. Arthur George Dew in APAC, Tanami Gold NL (“**Tanami Gold**”), Dragon Mining Limited (a company listed on the Main Board of the Stock Exchange, Stock Code : 1712) and Tian An Australia Limited (“**Tian An Australia**”). Tanami Gold and Tian An Australia are companies listed on the Australian Securities Exchange. He was also a director of each of APL and SHK Hong Kong Industries Limited (a company previously listed on the Stock Exchange until 22 April 2021).

Mr. Wong will enter into a letter of appointment with the Company and the term of his service will continue for a period of two (2) years and will be renewed automatically for a successive 2-year term in accordance with the said letter of appointment. His appointment is also subject to the relevant provisions of retirement and re-election at the annual general meetings of the Company. Mr. Wong 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. Wong will be entitled to receive director's remuneration which is determined by the Board based on recommendation of the Remuneration Committee with reference to the market salary range for the position, his qualifications, experience and level of responsibilities undertaken.

Save as disclosed above, as at the date of this announcement, Mr. Wong confirmed that (i) he does not have any relationship with any directors, senior management, substantial or controlling Shareholders; (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 SFO; (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. Wong that needs to be brought to the attention of Shareholders or to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Company believes that with Mr. Lee and Mr. Wong having extensive corporate experiences and strong networking in the PRC and Hong Kong, they will bring valuable contribution to the Company. The Board would like to take this opportunity to extend its warmest welcome to Mr. Lee and Mr. Wong in joining the Board.

**(iii) Mr. Lai Hin Wing Henry Stephen (“Mr. Lai”) – Resignation as a Non-Executive Director of the Company**

Mr. Lai tendered his resignation as a Non-Executive Director of the Company on 9 October 2023 in order to devote more time to his other business. The Board resolved to accept the resignation of Mr. Lai with effect from 10 October 2023.

Mr. Lai has confirmed to the Board 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 and the Stock Exchange.

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

## (2) Change of Members of the Board Committees

- Mr. Wong has been appointed as a member of each of the Remuneration Committee and environmental, social and governance committee and the chairman of investment committee of the Company; and
- Mr. Kong Muk Yin has been appointed as the chairman of each of the nomination committee and executive committee of the Company.

By Order of the Board  
**China Medical & HealthCare Group Limited**  
**Kong Muk Yin**  
*Executive Director*

Hong Kong, 10 October 2023

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

*Executive Directors*

*Mr. Kong Muk Yin, Mr. Guo Meibao and Mr. Zhou Haiying*

*Non-Executive Directors*

*Mr. Lee Seng Hui (Chairman), Mr. Mark Wong Tai Chun and Mr. Gao Zhaoyuan*

*Independent Non-Executive Directors*

*Mr. Zhang Jian, Dr. Xia Xiaoning, Dr. Wong Wing Kuen, Albert and Ms. Yang Lai Sum, Lisa*