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溫州康寧醫院股份有限公司  
Wenzhou Kangning Hospital Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)  
Stock code: 2120

**ANNOUNCEMENT**  
**POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2019**  
**ELECTION OF DIRECTORS OF THE THIRD SESSION OF THE BOARD**  
**ELECTION OF SUPERVISORS OF THE THIRD SESSION**  
**OF THE SUPERVISORY COMMITTEE**  
**AND**  
**RETIREMENT OF THE DIRECTORS**

The annual general meeting (the “AGM”) of Wenzhou Kangning Hospital Co., Ltd. (the “**Company**”) for the year 2019 was held at Conference Room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the PRC, on Thursday, June 18, 2020. Unless otherwise specified, capitalized terms in this announcement shall have the same meanings as those defined in the circular of the Company dated May 20, 2020 (the “**Circular**”).

**RESOLUTIONS OF THE AGM**

The AGM was convened by the Board and chaired by Mr. GUAN Weili, the chairman of the Board. All the proposed resolutions set out in the Circular were passed by way of poll. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. None of the Shareholders has indicated in the Circular that they intended to vote against or to abstain from voting on any of the resolutions. The convening, holding and the voting process of the AGM were in compliance with applicable laws and regulations, including the Company Law of the PRC and the Articles.

For details of the resolutions considered at the AGM, Shareholders may refer to the Circular.

**POLL RESULTS OF THE AGM**

The total number of the Shares in issue as at the date of the AGM was 75,500,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against or abstain from voting on the resolutions proposed at the AGM. Shareholders and their proxies holding an aggregate 65,299,696 voting Shares attended the AGM, representing 86.49% of the total voting Shares.

All the resolutions contained in the notice of AGM dated May 20, 2020 have been passed by way of poll. The poll results are set out below:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
1.	To consider and approve the financial report of the Company for the year 2019 (including the audited financial statements)	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
2.	To consider and approve the proposed profit distribution plan of the Company for the year 2019	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3.	To consider and approve the proposed financial budget of the Company for the year 2020	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
4.	To consider and approve the appointment of the independent auditor of the Company for the year 2020	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
5.	To consider and approve the report of the Board of the Company for the year 2019	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
6.	To consider and approve the report of the Supervisory Committee of the Company for the year 2019	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
7.	To consider and approve the report of the independent non-executive Directors of the Company on their performance for the year 2019	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
8.	To consider and approve the proposed election of Mr. GUAN Weili as the executive Director of the third session of the Board of the Company	61,278,600 (93.842091%)	4,021,096 (6.157909%)	0 (0.000000%)
9.	To consider and approve the proposed election of Ms. WANG Lianyue as the executive Director of the third session of the Board of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
10.	To consider and approve the proposed election of Ms. WANG Hongyue as the executive Director of the third session of the Board of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
11.	To consider and approve the proposed election of Mr. YANG Yang as the non-executive Director of the third session of the Board of the Company	61,278,600 (93.842091%)	4,021,096 (6.157909%)	0 (0.000000%)
12.	To consider and approve the proposed election of Mr. LIN Lijun as the non-executive Director of the third session of the Board of the Company	58,848,100 (90.120021%)	6,451,596 (9.879979%)	0 (0.000000%)
13.	To consider and approve the proposed election of Mr. ZHAO Xudong as the independent non-executive Director of the third session of the Board of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
14.	To consider and approve the proposed election of Ms. ZHONG Wentang as the independent non-executive Director of the third session of the Board of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
15.	To consider and approve the proposed election of Mr. LIU Ning as the independent non-executive Director of the third session of the Board of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
16.	To consider and approve the proposed election of Ms. HUANG Jing'ou as the shareholder representative Supervisor of the third session of the Supervisory Committee of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
17.	To consider and approve the proposed election of Mr. QIAN Chengliang as the independent Supervisor of the third session of the Supervisory Committee of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
18.	To consider and approve the proposed election of Mr. CHEN Jian as the independent Supervisor of the third session of the Supervisory Committee of the Company	65,299,696 (100.000000%)	0 (0.000000%)	0 (0.000000%)
<b>SPECIAL RESOLUTION</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
19.	To consider and approve the proposed grant of a general mandate to the Board to issue Domestic Shares of the Company	59,245,400 (90.728447%)	6,054,296 (9.271553%)	0 (0.000000%)

Computershare Hong Kong Investor Services Limited (the H share registrar of the Company) acted as the scrutineer for the vote-taking at the AGM.

## **ELECTION OF DIRECTORS OF THE THIRD SESSION OF THE BOARD**

As approved by Shareholders at the AGM, Mr. GUAN Weili, Ms. WANG Lian Yue and Ms. WANG Hongyue were re-elected as the executive Directors of the third session of the Board, Mr. YANG Yang and Mr. LIN Lijun were re-elected as the non-executive Directors of the third session of the Board, Mr. ZHAO Xudong, Ms. ZHONG Wentang and Mr. LIU Ning were elected as the independent non-executive Directors of the third session of the Board.

The Directors of the third session of the Board will serve for a term of three years. The term of office of executive Directors, non-executive Directors and independent non-executive Directors will take effect from June 18, 2020, the date of approval by the AGM.

The remuneration of the chairman and the executive Directors of the Company shall follow the relevant regulations and the remuneration plans will be submitted to the general meeting of the Company for consideration and approval after being considered according to relevant procedures. The non-executive Directors will not receive any remuneration from the Company, and the independent non-executive Directors will receive remuneration from the Company in accordance with the remuneration standard approved by the general meeting of the Company. The details of the remuneration of Directors are set out in the Company's annual report.

Please refer to the Circular for biographical details and relevant information of the above Directors. As of the date of this announcement, there has been no change of such information.

Save as disclosed in the Circular, the above Directors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, the above Directors have no interest in any Share of the Company within the meaning of Part XV of SFO. Besides, save as disclosed in the Circular, there is no information which is discloseable nor are/were the above Directors involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules. Save for the Circular, there is no other matter that needs to be brought to the attention of the Shareholders.

The first meeting of the third session of the Board was held on the same day and resolved to elect Mr. GUAN Weili as the chairman of the third session of the Board, and resolved to appoint the chairman and members of each special committee under the third session of the Board as follows:

**1. Audit Committee**

Members: Ms. ZHONG Wentang (chairman), Mr. LIU Ning and Mr. YANG Yang

**2. Remuneration Committee**

Members: Mr. ZHAO Xudong (chairman), Ms. ZHONG Wentang and Mr. LIU Ning

**3. Nomination Committee**

Members: Mr. LIU Ning (chairman), Mr. ZHAO Xudong and Mr. GUAN Weili

**4. Strategy and Risk Management Committee**

Members: Mr. GUAN Weili (chairman), Ms. ZHONG Wentang and Mr. LIN Lijun

## **ELECTION OF SUPERVISORS OF THE THIRD SESSION OF THE SUPERVISORY COMMITTEE**

As approved by Shareholders at the AGM, Ms. HUANG Jing'ou was re-elected as the Shareholder representative Supervisor of the third session of the Supervisory Committee, and Mr. QIAN Chengliang and Mr. CHEN Jian were re-elected as the independent Supervisors of the third session of the Supervisory Committee.

The Supervisors of the third session of the Supervisory Committee will serve for a term of three years, and the term of office of Shareholder representative Supervisor and independent Supervisors will take effect from June 18, 2020, the date of approval by the AGM. The Shareholder representative Supervisor and independent Supervisors will not receive any remuneration or allowance from the Company.

Please refer to the Circular for biographical details and relevant information of the above Supervisors. As of the date of this announcement, there has been no change of such information.

Save as disclosed in the Circular, the above Supervisors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, the above Supervisors have no interest in any Share of the Company within the meaning of Part XV of SFO. Besides, save as disclosed in the Circular, there is no information which is discloseable nor are/were the above Supervisors involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules. Save for the Circular, there is no other matter that needs to be brought to the attention of the Shareholders.

The third session of the Supervisory Committee also comprises two employee representative Supervisors who were re-elected at the latest employee representatives meeting of the Company, namely Mr. SUN Fangjun and Mr. XIE Tiefan. The biographical details of Mr. SUN Fangjun and Mr. XIE Tiefan required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out below:

**Mr. SUN Fangjun (孫方俊)**, aged 69, is chairman of the Supervisory Committee. He is primarily responsible for supervising our daily operations and management. Mr. SUN joined the Company in May 2011 and served as the vice president of the Company from May 2011 to September 2014. He was appointed as chairman of the Supervisory Committee in September 2014 after the Company was converted into a joint stock limited liability company. Prior to joining the Company, from April 1996 to October 2010, Mr. SUN worked at the Health Bureau of Lucheng District, Wenzhou (溫州市鹿城區衛生局) where he was primarily responsible for medical administrative management. From April 1992 to April 1996, he was the president of Wenzhou Hongqi Hospital (溫州市紅旗醫院), a local hospital in Wenzhou, where he was primarily responsible for the overall operations of the hospital. From August 1988 to April 1992, he served as the vice president of the Eighth People's Hospital of Wenzhou (溫州市第八人民醫院), a local hospital in Wenzhou, where he was primarily responsible for various medical affairs. Mr. SUN graduated from Jixi Medical School in Heilongjiang Province (黑龍江省雞西衛校) with a secondary vocational diploma in Jixi City, Heilongjiang Province in August 1974, where he majored in medicine. He was accredited as chief physician in internal medicine by Wenzhou Municipal Bureau of Personnel (溫州市人事局) in January 1995.

**Mr. XIE Tiefan (謝鐵凡)**, aged 40, is a Supervisor. He is primarily responsible for monitoring our compliance with laws and regulations. Mr. XIE joined the Company in May 2000 and from May 2010 to September 2014, he held a variety of positions in the Company including the deputy director of the information department, the deputy director of the equipment department, the director of the equipment department and material purchasing department manager, where he was primarily responsible for equipment purchase and management. He was appointed as a Supervisor in September 2014 after the Company was converted into a joint stock limited liability company. Mr. XIE graduated from the Open University of China (中央廣播電視大學) with an associate degree in finance in Beijing in December 2004. He graduated from Jinggangshan University in Jiangxi Province (江西省井崗山大學) with a bachelor's degree in biomedical engineering in January 2016. Mr. XIE was accredited as assistant engineer by the Wenzhou Municipal Bureau of Personnel (溫州市人事局) in December 2007.

Save as disclosed above, the above employee representative Supervisors neither held any directorships in the past three years in any public companies the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointments and professional qualifications, nor held any position in the Company or its subsidiaries, and they have no relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders of the Company. As at the date of this announcement, the above employee representative Supervisors have no interest in any Share of the Company within the meaning of Part XV of SFO. Besides, save as disclosed above, there is no information which is discloseable nor are/were the above employee representative Supervisors involved in any of the matters required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules. Save as disclosed above, there is no other matter that needs to be brought to the attention of the Shareholders.

The first meeting of the third session of the Supervisory Committee was held on the same day and resolved to elect Mr. SUN Fangjun as the chairman of the third session of the Supervisory Committee.

## **RETIREMENT OF THE DIRECTORS**

Due to their work arrangements, on June 18, 2020, Mr. CHONG Yat Keung retired as an independent non-executive Director, the chairman of the remuneration committee and the member of the nomination committee of the Company; Mr. HUANG Zhi retired as an independent non-executive Director, the chairman of the audit committee, the member of the remuneration committee and the member of the strategy and risk management committee of the Company; and Mr. GOT Chong Key Clevin retired as an independent non-executive Director, the chairman of the nomination committee and the member of the audit committee of the Company.

Mr. CHONG Yat Keung, Mr. HUANG Zhi and Mr. GOT Chong Key Clevin have confirmed that they have no disagreement with the Board and there are no other matters related to their retirement that should be brought to the attention of the Shareholders or creditors of the Company or the Hong Kong Stock Exchange. The Company and the Board would like to express their sincere gratitude to Mr. CHONG Yat Keung, Mr. HUANG Zhi and Mr. GOT Chong Key Clevin for their contribution to the development of the Company during their terms of office.

By order of the Board  
**Wenzhou Kangning Hospital Co., Ltd.**  
**GUAN Weili**  
*Chairman*

Zhejiang, the PRC  
June 18, 2020

*As of the date of this announcement, the executive Directors are Mr. GUAN Weili, Ms. WANG Lianyue and Ms. WANG Hongyue; the non-executive Directors are Mr. YANG Yang and Mr. LIN Lijun; and the independent non-executive Directors are Mr. ZHAO Xudong, Ms. ZHONG Wentang and Mr. LIU Ning.*