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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)**

**AMENDMENT AGREEMENT TO THE  
CONVERTIBLE BONDS SUBSCRIPTION AGREEMENT**

Reference is made to the announcement of Hospital Corporation of China Limited (the “**Company**”) dated December 21, 2018 in relation to the proposed issue of the Convertible Bonds to the Subscriber (the “**Announcement**”). Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

**AMENDMENT AGREEMENT TO THE SUBSCRIPTION AGREEMENT**

On January 16, 2019, the Company and the Subscriber further entered into an amendment agreement to the Subscription Agreement, pursuant to which, subject to and in compliance with the Listing Rules, the Articles and applicable laws:

- after Closing and if none of the Convertible Bonds has been converted, the Subscriber as a holder of the Convertible Bonds shall be entitled to nominate one qualified person as director of the Company, provided that the Subscriber directly or indirectly holds not less than 10% of the Company’s total issued share capital on an as-converted and fully-diluted basis; and

- after Closing and if the Convertible Bonds have been fully or partially converted, the Subscriber as a Shareholder shall be entitled to nominate one qualified person as a director of the Company pursuant to the Articles.

By Order of the Board  
**Hospital Corporation of China Limited**  
**Zhao John Huan**  
*Chairman*

Beijing, China, January 16, 2019

*As at the date of this announcement, the directors of the Company are Mr. LU Wenzuo being the executive Director; Mr. ZHAO John Huan, Mr. LIN Sheng, Ms. LIU Lu and Ms. WANG Nan being the non-executive Directors; Ms. CHEN Xiaohong, Mr. SHI Luwen and Mr. ZHOU Xiangliang being the independent non-executive Directors.*