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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)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 30 JUNE 2025

The Board is pleased to announce that all the ordinary resolutions proposed at the EGM held on 30 June 2025 were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Hospital Corporation of China Limited (the "**Company**") dated 13 June 2025 (the "**Circular**"). Unless otherwise specified, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the EGM held on Monday, 30 June 2025, notice of which was given to the Shareholders on 13 June 2025 (the "**Notice**"), all the proposed resolutions as set out in the Notice were duly passed by the Independent Shareholders by way of poll. The poll results are as follows:

	Ordinary Resolutions		Number of Votes (%)	
			Against	
1. (a)	the deed of amendment dated 12 June 2025 (the "Vanguard Glory Deed of Amendment") entered into between the Company and Vanguard Glory Limited ("Vanguard Glory") and the alteration of terms of the convertible bonds in the aggregate principal amount of HKD468,000,000 issued by the Company to Vanguard Glory (the "Vanguard Glory Convertible Bonds") contemplated thereunder (the "Vanguard Glory Alteration of Terms"), be and are hereby approved, confirmed and ratified;	220,000 (100.00%)	0 (0.00%)	

			Number of Votes (%)	
		Ordinary Resolutions	For	Against
	(b)	the directors of the Company be and are hereby granted a specific mandate to exercise the powers of the Company to allot and issue such number of shares of the Company as may be required to be allotted and issued upon exercise of the conversion rights attaching to the Vanguard Glory Convertible Bonds; and	220,000 (100.00%)	0 (0.00%)
	(c)	any one or more directors of the Company be and is/are hereby authorized for and on behalf of the Company to execute all such documents and agreements and do all such acts and things, as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of or giving effect to the Vanguard Glory Deed of Amendment or the Vanguard Glory Alteration of Terms and all matters incidental thereto or in connection therewith.	220,000 (100.00%)	0 (0.00%)
2.	(a)	the deed of amendment dated 12 June 2025 (the "Hony Fund Deed of Amendment") entered into between the Company and Hony Capital Fund VIII (Cayman), L.P. ("Hony Fund VIII") and the alteration of terms of the convertible bonds in the aggregate principal amount of HKD773,879,717 issued by the Company to Hony Fund VIII (the "Hony Fund VIII Convertible Bonds") contemplated thereunder (the "Hony Fund Alteration of Terms"), be and are hereby approved, confirmed and ratified;	220,000 (100.00%)	0 (0.00%)
	(b)	the directors of the Company be and are hereby granted a specific mandate to exercise the powers of the Company to allot and issue such number of shares of the Company as may be required to be allotted and issued upon exercise of the conversion rights attaching to the Hony Fund VIII Convertible Bonds; and	220,000 (100.00%)	0 (0.00%)

Oudin on Passbutions	Number of Votes (%)	
Ordinary Resolutions	For	Against
 (c) any one or more directors of the Company be and is/are hereby authorized for and on behalf of the Company to execute all such documents and agreements and do all such acts and things, as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of or giving effect to the Hony Fund Deed of Amendment or the Hony Fund Alteration of Terms and all matters incidental thereto or in connection therewith. 	220,000 (100.00%)	0 (0.00%)

Notes:

- (a) The number and percentage of votes are based on the total number of Shares voted by the Independent Shareholders at the EGM in person or by proxy.
- (b) As all of the votes were cast in favor of each of the resolutions above, the above resolutions were duly passed by the Independent Shareholders as ordinary resolutions of the Company.
- (c) As at the date of the EGM, the total number of issued Shares of the Company was 138,194,000 Shares.
- (d) As disclosed in the Circular, Vanguard Glory (the direct Shareholder of 97,000,000 Shares, representing approximately 70.19% of the issued share capital of the Company as at the date of the EGM), which has material interest in the Vanguard Glory Deed of Amendment and the Hony Fund Deed of Amendment, was required to abstain and had abstained from voting on all the resolutions proposed at the EGM. The trustee of the share award scheme adopted by the Company on 18 January 2021 (the "Share Award Scheme") held a total of 1,697,600 Shares under the Share Award Scheme as at the opening of business on the date of the EGM, was required and had abstained from voting on all the resolutions proposed at the EGM. Accordingly, as at the date of the EGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM was 39,496,400 Shares.
- (e) Save as disclosed above, none of the Shareholders was required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM.
- (f) There were no Shares entitling the holder to attend and abstain from voting in favor of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.
- (g) No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any resolutions proposed at the EGM.
- (h) The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

All Directors attended the EGM accordingly.

By order of the Board Hospital Corporation of China Limited Chen Shuai Chairman and Acting Chief Executive Officer

Beijing, China, 30 June 2025

As at the date of this announcement, the Directors of the Company are Mr. CHEN Shuai, Mr. PU Chengchuan and Ms. PAN Jianli being the executive Directors; Ms. LIU Lu and Ms. WANG Nan being the non-executive Directors; Mr. DANG Jinxue, Mr. SHI Luwen and Mr. ZHOU Xiangliang being the independent non-executive Directors.