



**HOSPITAL CORPORATION OF CHINA LIMITED**  
**弘和仁愛醫療集團有限公司**

(“Company”)

(Incorporated in the Cayman Islands)

(Stock Code: 3869)

**Audit Committee Terms of Reference**

**(Adopted by the Board on December 13, 2016)**

**1 Constitution**

The Board of Directors of the Company (“Board”) hereby establishes an Audit Committee (“Audit Committee”) to assist the Board in its oversight of the Company’s financial reporting process, to review and monitor the Company’s financial reporting process, to review and monitor the Company’s internal control system, and to review and monitor the Company’s risk management system.

2.5 A f e a e f e C a ' e a d f a be b ed f  
ac a a e be f e C a ' a d c ee f a e d f e (1) ea  
f e da e f e cea :

(a) be a a e f e f ;

(b) a e a f a c a ee e f ,

e c e e a e .

### 3 Secretary

T e c a e c e a f e C a e e a be e e c e a f e  
A d C ee.

### 4 Authority

4.1 T e A d C ee a ed e a ac e e e f e f e e ce.  
T e A d C ee a ed ee a f a e e f a  
e ee f e C a a d a e ee a e d e c e d c - e a e a  
e e a d e b e A d C ee.

4.2 T e A d C ee a ed b e B a d, a e C a ' e e b  
b e c d c e B a d c , b a d e e a e  
d e e d e f e a a d c e a e c e a a e A d C ee f  
c d e e c e a .

4.3 T e A d C ee a be d e d f f c e e c e e f  
d e .

### 5 Duties

T e d e f e A d C ee c d e:

#### **Relationship with the Company's auditors**

5.1 be a e b e f a e c e d a e B a d e  
a e , e a e a d e a f e e a a d , a d a e e  
e e a a d e f e a e e f e e a a d , a d a e  
f e a d a ;

5.2 The effect of the 'deed of cession' and the effect of the deed of assignment is to be determined. The Act provides that the deed of cession and the deed of assignment are to be read together;

5.3 The deed of cession and the deed of assignment - are to be read together. The deed of cession and the deed of assignment are to be read together and the deed of assignment is to be read together with the deed of cession. The deed of cession and the deed of assignment are to be read together and the deed of assignment is to be read together with the deed of cession.

**Review of the Company's financial information**

5.4 The effect of the deed of cession and the deed of assignment is to be determined. The deed of cession and the deed of assignment are to be read together and the deed of assignment is to be read together with the deed of cession.

- (a) the deed of cession and the deed of assignment;
- (b) the deed of assignment;
- (c) the deed of cession and the deed of assignment;
- (d) the deed of cession and the deed of assignment;
- (e) the deed of cession and the deed of assignment;
- (f) the deed of cession and the deed of assignment;

5.5 The deed of cession and the deed of assignment are to be read together and the deed of assignment is to be read together with the deed of cession.

- (a) the deed of cession and the deed of assignment;



5.13 e e a a e e a e ee f C a ca e, c f de ce,  
a e c ce ab b e e e f a c a e , e a c  
e a e . T e A d C ee a e e a e a a e e a e  
ace f e fa a d de e de e a f e e a e a d f a a e  
f - ac ;

5.14 ac a e e e e e a e b d f e ee e C a ' e a  
e e a a d ;

5.15 e ab a eb c a d e f e ee a d e dea  
e C a a e c ce , c f de ce, e A d C ee ab  
b e e e a a e e a ed e C a ;

5.16 e e B a d e a e a ed e e ab e; a d

5.17 c de e c , a def ed b e B a d f e e.

## 6 Notice of Meetings

6.1 A ee f e A d C ee a be c e ed b a f e be  
e c a e c e a f e C a .

6.2 F e a ee a d a fa a ac cab e f a e ee , a a e da a d  
acc a d c e d be e a e be f e A d C ee  
a e a e a d a ea ee (3) da bef e e ded da e f ee (  
c e e da e e be a a ee).

## 7 Frequency and Proceedings of Meetings

7.1 T e A d C ee a ee a ea ce a ea , a c f e e c a  
e ed de e L R e e e a e e e a cab e e  
C a f e e.

7.2 T e C a a a c e e add a ee a d ce .

7.3 T e e a a d a e e a ee f e c de be e c e a .

## 8 Reporting Procedures

8.1 The Ad Council shall be advised of the Board's findings and recommendations for each year of the Ad Council's activities, and the Board shall advise the Ad Council of its findings and recommendations.

8.2 Where the Board's findings and recommendations are not in accordance with the Ad Council's findings and recommendations, the Board shall advise the Ad Council of its findings and recommendations, and the Ad Council shall advise the Board of its findings and recommendations. The Board shall also advise the Ad Council of its findings and recommendations regarding the Board's activities.

## 9 Minutes

9.1 Minutes of the Ad Council shall be prepared and maintained by the Board, and shall be available to the Ad Council and the public. The Board shall also maintain minutes of its own activities.

9.2 Minutes of the Ad Council shall be prepared and maintained by the Board, and shall be available to the Ad Council and the public. The Board shall also maintain minutes of its own activities. The Board shall also advise the Ad Council of its findings and recommendations regarding the Board's activities.

## 10 General

10.1 The Board shall be responsible for the overall management and operation of the Ad Council, and shall be responsible for the Board's activities. The Board shall also be responsible for the Board's activities.

10.2 The Ad Council shall be responsible for the overall management and operation of the Ad Council, and shall be responsible for the Board's activities. The Board shall also be responsible for the Board's activities. The Board shall also advise the Ad Council of its findings and recommendations regarding the Board's activities.