

If you are in any doubt

If you have sold or transferred

C C

弘和仁愛醫療集團有限公司,

w

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Hospital Corporation of China Limited

弘和仁愛醫療集團有限公司

(Incorporated in the Ca man Islands ith limited liabilit)

(Stock code: 3869)

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PRECAUTIONARY MEASURES FOR THE ANNUAL GENERAL MEETING

w C D-19
, C w w
A ●
:

1. C w
, A ●
. A w 37 C w
- A ●
A ●

2. E w w A
● w
A ● w w

3. w A ●
.

4. w A ●
.

A
A ●
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A ● A ●
A ●


T C w w
,

. F C D-19
w A
● A ●
A ●
,

Completion and return of the form of proxy will not preclude the Shareholders from attending and voting in person at the Annual General Meeting or any adjournment thereof should they subsequently so wish.

DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

A  1602, **T w B**, **C B**, . 6,
22, 2020 3:00 . ., **D**, **B**, **C**,
w 19 23
,

A A C

B D C



C C
A , C (,
C **T w**)

C C C (弘和仁愛醫療集團有限公司),
w , E w
B

D () () C

 C
\$, w

C A

w A  , D
20%
C
A  6
19 23

D

15, 2020,

D

16, 2017,

w
E

E

A

E

C

10%

D

5

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. [REDACTED]
(Chief Executive Officer)

Registered Office:

C
B 309,
C, 1-1104
C

Non-executive Directors:

Mr. [REDACTED]
(Chairman)

Head Office in the PRC:

1602, Tower B
6,
B, C D

Independent Non-executive Directors:

Mr. D
w

Principal Place of Business in Hong Kong:

10, 70/F, Tower
F C,
8 F,
C,

22, 2020

To the Shareholders

D / ,

**PROPOSED RE-ELECTION OF RETIRING DIRECTORS,
PROPOSED GRANTING OF GENERAL MANDATES TO
REPURCHASE SHARES AND TO ISSUE SHARES
AND
NOTICE OF ANNUAL GENERAL MEETING**

1. INTRODUCTION

The Board of Directors of the Company (the "Board") is pleased to announce that the Board has resolved to propose the re-election of retiring directors, the granting of general mandates to repurchase shares and to issue shares, and to convene the annual general meeting of the Company (the "AGM") on [REDACTED] at [REDACTED] o'clock [REDACTED] in [REDACTED].

2. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

A 16.18 A A , . A , .
A A , . - . A 16.2
D A 24, 2019 . D , w w w
A A 9, 2020 ,
A A ,
B D - A
E . D
C 3.13 , B
D .
T C w , B

LETTER FROM THE BOARD

A w
w

A

4. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES

T D
C 18, 2019 w
A C
w , w A
D ,
w 20%
(. . 138,194,000
A) . A

C w A

T D w

5. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

T A 19 23

A A ,
w ,
w w
w . A w C
A

A A w
w E C
(://www. w .) C (://www. .) . T

w w ()
w w
C , , C , E ,
, 17 F , w C , 183
48

A C
w A

w ,

LETTER FROM THE BOARD

6. RECOMMENDATION

T D

-

D

C

w . T D

A



.

F

B

Hospital Corporation of China Limited

弘和仁愛醫療集團有限公司

Shan Guoxin

Executive Director and Chief Executive Officer

T w A D w w ,
- A ● .

(1) MR. ZHAO JOHN HUAN

Position and experience

. (趙令歡), 57, - D
C w D F 21, 2014. .
● .
C
(/). , w

Interests in Shares

A 161,693,985 , D , . w 117.01%
C , w F .

Director's emoluments

. w -
D .

(2) MR. LI PENG

Position and experience

. (李蓬), 48, - D C w
D 24, 2019. .
C : 3396) 2015. . C (E
C 2003

w , , ,
1999. C (中國對外貿易運輸總公司) , .
T C
2001 D 2002.

. C ,
C (拉卡拉支付股份有限公司),
E (E C : 300773),
F C (正奇金融控股股份有限公司), T
& T D C ., . (西藏考拉科技發展有限公司).
B .A. (盧森堡國際銀行).

. B & E C 1994, B

Length of service

24, 2019, C
w C
A A

Relationships

w D
C

Interests in Shares

A D, w
F

Director's emoluments

w - D

(3) MS. LIU LU

Position and experience

(劉路), 46, - D C w
D 26, 2017. F 2008
2015, A C C., (安徽省創業投資有限公司). F
2015 F 2016, w A -T
C., (安徽省高新技術產業投資公司). D 2015, .
A C., .
(安徽中安健康投資管理有限公司).
A F C., (安徽豐收投資有限公司),
T C., (上海匯倫生命科技有限公司) A
E C., (安徽山河藥用輔料股份有限公司),
E (E C : 300452).
, (河北大學)
1994 (南開大學) 1997,

Length of service

26, 2019, w
w
,
,
-
D A
C w A A

Relationships

w D
C

Interests in Shares

A D , . w 9,098,800
, 6.58% C , w
F .

Director's emoluments

w - D

(4) MS. WANG NAN

Position and experience

(王楠), 43, - D C w
D 26, 2017. .
C (東軟集團股份有限公司) (1995, .
E w 600718), w ,
2011 D 2011, . . C
2009. D (東北大學) C

Length of service

.

26, 2019, w

w

C

w

APPENDIX I

DETAILS OF THE RETIRING DIRECTORS PROPOSED TO BE RE-ELECTED AT THE ANNUAL GENERAL MEETING

C (復旦大學上海醫學院) (w C A 1969
 (上海第一醫學院)) C A (主任醫師)
 T A w C (上海衛生
 技術人員高級職稱評審委員會) D 1996. w w T T
 A A
 (上海市社會醫療機構協會) 2013.

Length of service

D , w w C w
 A
 D A
 C w A A

Relationships

w D
 C

Interests in Shares

A D , . w
 F .

Director's emoluments

) , B w (w
 C w ,
 D 31, 2019, B3,625,000 . F

(6) MR. ZHOU XIANGLIANG

Position and experience

(周向亮), 39, - D
 C w D D 13, 2016 w
 D . . B T C .,
 . (北京中環信科科技股份有限公司) 2010
 A 2011. w B T C ., . .
 w ● .
 , C
 F E (中央財經大學) C 2003. w C
 C A (中國註冊會計師) B C
 A (北京註冊會計師協會) 2007
 E 2012. T
 C (天津和信源投資公司) 2018.

Length of service

. w C
 16, 2020,
 - C
 w A A .

Relationships

. w D
 C .

Interests in Shares

A D , .
 w F .

Director's emoluments

. B150,000 (w
), B w
 w ,

Director's emoluments

. D	B150,000	(w
)	B w	,
w		
C		

GENERAL

E	D	-	()
w			
13.51(2)()	13.51(2)()	;	()
w		13.51(2)	; ()
	/		

T w
w
w

A

1. SHARE CAPITAL

A
138,194,000

D ,

C

A

w

D

138,194,000

A

C

w

, . . .

w

,
13,819,400 ,

w
10%

A

2. REASONS FOR SHARE REPURCHASE

T D

C

APPENDIX II EXPLANATORY STATEMENT ON THE REPURCHASE MANDATE

5. MARKET PRICES OF SHARES

Month	Highest HK\$	Lowest HK\$
2019		
A	14.20	13.06
*		
*		
	12.00	12.00
A	12.00	12.00
	12.00	12.00
*		
*		
D		
*		
2020		
*		
F		
*		
	12.00	12.00
A	11.50	5.07
<i>(up to and including the Latest Practicable Date)</i>	11.50	11.50

* There was no trading of Shares during the month.

6. GENERAL

T D w D ,
) C (,
 .

T C (,
) C ,
 C , C .

T D E w
 C w w
 w C .

APPENDIX II EXPLANATORY STATEMENT ON THE REPURCHASE MANDATE

7. TAKEOVERS CODE

, C ,
 w 32
T C . A ,
 (w **T** C),
 , C
 w 26 **T** C .
 A D , w C ,
 C (C
F 28, 2017) 97,000,000 , 70.19%
 C D w
 w ,
 77.99% C w
 C .
T D w w
 26 **T** C
 w 25%
 C , . **T** D
 w 25% C
 E .

8. SHARE REPURCHASES MADE BY THE COMPANY

D D , C
 (w E w).

NOTICE OF ANNUAL GENERAL MEETING

() :

w :

() C ;

() w w C
C w ;

() w C

7. T , , w w , w
:

T AT 5 6
6 , w C D w
C C C
C 5,
10%
C

F B
Hospital Corporation of China Limited
弘和仁愛醫療集團有限公司
Shan Guoxin

Executive Director and Chief Executive Officer

22, 2020

Notes:

1. A w (w w)
• T E (Listing Rules). T
C w w E C
2. A C . A w w . A
C C .
3. , , ,
w , , w
4. w , w w , ,
C , w C , 183 , E , C , 48 ,
17 F , w C , 183 , E , , D 48 ,
C
5. F C w C , 17, 2020 , 22, 2020,
w C w T w
C 22, 2020 w
w C ,
183 , E , C , 17 F , w C ,
2020. 4:30 . . T , 16,