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愛 帝 宮 母 嬰 健 康 股 份 有 限 公 司
AIDIGONG MATERNAL & CHILD HEALTH LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 286)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that, with effect from 5 July 2024:

- Mr. Shan Guoxin has been appointed as an independent non-executive Director, a member of each of the Remuneration Committee, the Nomination Committee and the Audit Committee.

This announcement is made by Aidigong Maternal & Child Health Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) in accordance with Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company announces that Mr. Shan Guoxin (“**Mr. Shan**”) has been appointed as an independent non-executive Director, a member of each of the Remuneration Committee, the Nomination Committee and the Audit Committee of the Board, with effect from 5 July 2024.

The biographical details of Mr. Shan are as follows:

Mr. Shan, aged 62, has over 30 years of experience in the management of hospitals and healthcare groups, investment in hospitals and hospital operations. He was engaged in the management of hospital in Southern Medical University (南方醫科大學) (formerly known as First Military Medical University (第一軍醫大學)) for a long time. He served as the hospital administrator of Guangdong 999 Neurology Hospital (廣東三九腦科醫院) and the hospital administrator of Xuzhou Mining Hospital (徐州礦山醫院), the vice president and Chief Operating Officer (COO) of China Resources Healthcare Group (華潤醫療集團), the senior operating partner of CDH Investments – Venture and Growth Capital (鼎暉投資創新成長基金), and the director and chief operating officer of Hospital Corporation of China (弘和仁愛醫療集團) (HK03869) under Legend Holdings Group (聯想控股集團). Currently, he serves as the senior venture partner of CDH Investments – Venture and Growth Capital (鼎暉投資創新成長基金), the director and hospital administrator of Donghui Hospital (Class III Integrated Hospital) in Guigang Guangxi (廣西貴港東暉醫院), the hospital administrator of Baiyun Psychological Hospital in Guangzhou (廣州白雲心理醫院), and the hospital administrator of Guang'an Hospital in Guangzhou (廣州廣安醫院).

Mr. Shan graduated from the First Military Medical University (Guangzhou) (第一軍醫大學(廣州)) in August 1984 with a major in military clinical medicine. He completed his postgraduate programme at First Military Medical University in August 1995 and has attended various educational programmes, including hospital management programme at Second Military Medical University (第二軍醫大學), EMBA programme at South China University of Technology (華南理工大學), public relations courses (through correspondence) at Language and Logic University of China (中國語言與邏輯函授大學), and economic management courses (through correspondence) at Central Party School of the Communist Party of China (中共中央黨校). Mr. Shan became a vice professor at First Military Medical University in October 1995 and served as the chairman of Guangdong Community Health Association (廣東社區衛生學會).

After making all reasonable enquiries by the Board and save as disclosed above, as at the date of this announcement, Mr. Shan (i) does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company; (ii) did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any interests in the shares and underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong; (iv) does not hold any other positions with the Company or other members of the Group; and (v) does not have other major appointment or professional qualification.

Mr. Shan has entered into an appointment contract with the Company for an initial term of one year commencing on 5 July 2024, which shall continue thereafter subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the bye-laws of the Company (the “**Bye-laws**”), unless and until terminated by either Mr. Shan or the Company giving to the other party not less than one month’s notice in writing. Mr. Shan shall hold office until the next annual general meeting of the Company and be eligible for re-election in accordance with the Bye-laws. According to the terms of appointment, an annual director’s fee of HK\$150,000 will be payable to Mr. Shan and is subject to review by the Board and the Remuneration Committee from time to time. The remuneration was determined by the Board with reference to his duties and responsibilities as well as his qualifications, experience and the prevailing market conditions.

Mr. Shan confirmed that he has met the independence criteria as set out in Rule 3.13 of the Listing Rules. After making all reasonable enquiries by the Board and save as disclosed above, there are no other matters in relation to Mr. Shan that need to be brought to the attention of the shareholders of the Company or the Stock Exchange nor any information that need to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board welcomes Mr. Shan for joining the Board.

The Board believes that the change in the Board's composition as disclosed above is consistent with the business needs and development of the Group and in the interest of the Company, and the Nomination Committee under the Board will review, among other things, the structure, size and composition of the Board from time to time in accordance with its terms of reference.

By Order of the Board
Aidigong Maternal & Child Health Limited
Wang Aier
Chairman

Hong Kong, 5 July 2024

As at the date of this announcement, the Board comprises Ms. Wang Aier, Mr. Li Runping, Mr. Lin Jiang and Ms. Meng Lijia as executive Directors; Mr. Lee Kar Lung as non-executive Director and Mr. Wong Yiu Kit, Ernest, Mr. Lam Chi Wing and Mr. Shan Guoxin as independent non-executive Directors.