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溫州康寧醫院股份有限公司

Wenzhou Kangning Hospital Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)

Stock code: 2120

NOTICE OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2022 AND THE CLOSURE OF THE REGISTER OF MEMBERS

NOTICE IS HEREBY GIVEN that the annual general meeting for the year 2022 (the “AGM”) of Wenzhou Kangning Hospital Co., Ltd. (the “Company”) will be held as on-site meeting at Conference Room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the People’s Republic of China (the “PRC”) at 9:00 a.m. on Friday, June 9, 2023 for the purposes of considering and, if thought fit, passing the following resolutions. In this notice, unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Company’s circular dated May 11, 2023 (the “Circular”).

RESOLUTIONS TO BE CONSIDERED AND APPROVED AT THE AGM

By way of ordinary resolutions:

- (1) To consider and approve the financial report of the Company for the year 2022;
- (2) To consider and approve the audited report and financial statements of the Company for the year 2022;
- (3) To consider and approve the proposed profit distribution plan of the Company for the year 2022;
- (4) To consider and approve the proposed financial budget of the Company for the year 2023;
- (5) To consider and approve the appointment of the independent auditor of the Company for the year 2023;
- (6) To consider and approve the report of the Board of the Company for the year 2022;
- (7) To consider and approve the report of the Supervisory Committee of the Company for the year 2022;
- (8) To consider and approve the report of the independent non-executive Directors of the Company on their performance for the year 2022;
- (9) To consider and approve the proposed election of Mr. GUAN Weili as an executive Director of the fourth session of the Board of the Company;
- (10) To consider and approve the proposed election of Ms. WANG Lianyue as an executive Director of the fourth session of the Board of the Company;

- (11) To consider and approve the proposed election of Mr. WANG Jian as an executive Director of the fourth session of the Board of the Company;
- (12) To consider and approve the proposed election of Mr. QIN Hao as a non-executive Director of the fourth session of the Board of the Company;
- (13) To consider and approve the proposed election of Mr. LI Changhao as a non-executive Director of the fourth session of the Board of the Company;
- (14) To consider and approve the proposed election of Ms. ZHONG Wentang as an independent non-executive Director of the fourth session of the Board of the Company;
- (15) To consider and approve the proposed election of Ms. JIN Ling as an independent non-executive Director of the fourth session of the Board of the Company;
- (16) To consider and approve the proposed election of Mr. CHAN Sai Keung as an independent non-executive Director of the fourth session of the Board of the Company;
- (17) To consider and approve the proposed election of Mr. XU Yongjiu as a shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company;
- (18) To consider and approve the proposed election of Ms. ZHANG Yue as a shareholder representative Supervisor of the fourth session of the Supervisory Committee of the Company;
- (19) To consider and approve the proposed election of Mr. QIAN Chengliang as an independent Supervisor of the fourth session of the Supervisory Committee of the Company;

By way of special resolutions:

- (20) To consider and approve the proposed grant of a general mandate to the Board to issue additional H Shares of the Company; and
- (21) To consider and approve the proposed grant of a general mandate to the Board to issue additional Domestic Shares of the Company.

Details of the above resolutions proposed at the AGM are contained in the Circular, which is available on the HKEXnews' website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.knhosp.cn).

By order of the Board
Wenzhou Kangning Hospital Co., Ltd.
GUAN Weili
Chairman

Zhejiang, the PRC
May 11, 2023

As of the date of this notice, the executive directors of the Company are Mr. GUAN Weili and Ms. WANG Lianyue; the non-executive directors of the Company are Mr. QIN Hao and Mr. LI Changhao; and the independent non-executive directors of the Company are Ms. ZHONG Wentang and Mr. LIU Ning.

Notes:

ATTENDEES OF THE AGM

1. Eligibility and Registration Procedures for Attending the AGM

- (a) Closure of Register of Members. For the purpose of ascertaining Shareholders who are entitled to attend and vote at the AGM, the register of members of the Company is closed from Tuesday, June 6, 2023 to Friday, June 9, 2023 (both days inclusive).
- (b) Domestic Shareholders and H Shareholders whose names appear on the register of members of the Company after the close of business on Monday, June 5, 2023 are entitled to attend and vote in respect of all resolutions to be proposed at the AGM.
- (c) H Shareholders who wish to attend the AGM shall lodge their share certificates accompanied by the transfer documents with Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on Monday, June 5, 2023 for registration.
- (d) A Shareholder or his/her/its proxy shall produce proof of identity when attending the meeting. If a Shareholder is a legal person, its legal representative or other persons authorized by the board of directors or other governing bodies of such Shareholder may attend the AGM by producing a copy of the resolution of the board of directors or other governing bodies of such Shareholder appointing such persons to attend the meeting.

2. Proxy

- (a) A Shareholder eligible to attend and vote at the AGM is entitled to appoint, in written form, one or more proxies to attend and vote on his/her/its behalf. A proxy does not need to be a Shareholder of the Company.
- (b) A proxy should be appointed by a written instrument signed by the appointer or his/her/its attorney duly authorized in writing. If the form of proxy is signed by the attorney of the appointer, the power of attorney authorizing that attorney to sign or other authorization document(s) must be notarized.
- (c) To be valid, the power of attorney or other authorization document(s) which have been notarized together with the completed form of proxy must be delivered to the place of business of the Company for Domestic Shareholders and Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for H Shareholders not less than 24 hours before the time designated for holding of the AGM (i.e. before 9:00 a.m. on Thursday, June 8, 2023) or any adjournment thereof.
- (d) A Shareholder or his/her/its proxy may exercise the right to vote by poll.

3. Continued Suspension of Trading

At the request of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on April 1, 2022. Trading in the shares of the Company will remain suspended until further notice.

Shareholders and potential investors of the Company are reminded to rationally deal with any information not officially released by the Company, and Shareholders and potential investors of the Company should exercise caution when dealing in the Shares of the Company.

4. Miscellaneous

- (a) The AGM will not last for more than one working day. Shareholders who attend the AGM shall bear their own travelling and accommodation expenses.
- (b) The address of the Company's share registrar of H Shares, Computershare Hong Kong Investor Services Limited, is at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- (c) The contact details of the place of business of the Company are as follows:
No. 1 Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the PRC
Postal Code: 325000
Telephone No.: (86) 577 8877 1689
Facsimile No.: (86) 577 8878 9117
- (d) The contact person for the AGM is Mr. WANG Jian and his telephone number is (86) 577 8877 1689.