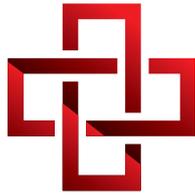


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**China Renji Medical Group Ltd**  
中國仁濟醫療集團有限公司

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 648)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of China Renji Medical Group Limited (the “**Company**”) will be held at Suites 903–905, 9th Floor, Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong on Thursday, 31 October 2013 at 3:30 p.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as special resolution of the Company:

**SPECIAL RESOLUTION**

“**THAT** pursuant to the circular of the Company dated 7 October 2013 (the “**Circular**”), (a copy of which has been produced to the EGM marked “A” and signed by the chairman of the EGM for the purpose of identification) condition upon: (i) the High Court of Hong Kong making an order confirming the Proposed Capital Reorganisation (as defined below) pursuant to sections 58 to 60 of the Companies Ordinance; (ii) the registration by the Registrar of Companies in Hong Kong a copy of the Court Order and a copy of the minute containing the required particulars pursuant to section 61 of the Companies Ordinance; and (iii) the compliance with any conditions as may be imposed by the Court in relation to the Proposed Capital Reorganisation,

- (a) the nominal value of each issued share of HK\$0.1 (an “**Issued Share**”) in the issued share capital of the Company be reduced to HK\$0.001 by cancelling the paid-up capital to the extent of HK\$0.099 on each Issued Share and any director(s) of the Company (the “**Director(s)**”) be and is(are) hereby authorised to apply the credit arising therefrom to eliminate part of the Company’s accumulated losses (the “**Reduction of Issued Share Capital**”);
- (b) the nominal value of each authorised but unissued share of HK\$0.1 (an “**Unissued Share**”) in the authorised but unissued share capital of the Company be diminished to HK\$0.001 by cancelling the authorised but unissued share capital to the extent of HK\$0.099 on each Unissued Share (together with Reduction of Issued Share Capital as the “**Proposed Capital Reduction**”);
- (c) the entire amount standing to the credit of the share premium account of the Company as at 31 December 2012 in the sum of approximately HK\$981,851,000 be cancelled and any of the Director(s) be and is(are) hereby authorised to apply the credit arising from the

share premium cancellation to eliminate in full accumulated losses of the Company as at 31 December 2012 (the “**Proposed Share Premium Cancellation**”, together with the Proposed Capital Reduction as the “**Proposed Capital Reorganisation**”); and

- (d) any one or more of the Directors and/or the company secretary of the Company be and is/are hereby authorised to do all such acts and things, and to sign, approve and execute any documents, including under seal where applicable, which in his/their opinion may be necessary, desirable or expedient to implement and/or to give effect to the Proposed Capital Reorganisation, including but not limited to seeking confirmation from the Court, authorising Counsel to provide any undertaking on behalf of the Company as necessary to the Court in relation to the Proposed Capital Reorganisation.”

For and on behalf of  
the board of directors of  
**China Renji Medical Group Limited**  
**Tang Chi Chiu**  
*Chairman*

Hong Kong, 7 October 2013

*Registered office:*

30/F., Hopewell Centre  
183 Queen’s Road East, Wanchai  
Hong Kong

*Notes:*

- (i) A member entitled to attend and vote at the above meeting is entitled to appoint one proxy or, if he/she/it is a holder of more than one share, more proxies to attend and vote instead of him/her/it. A proxy needs not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each such proxy is so appointed.
- (ii) Where there are joint holders of any share of the Company, any one of such joint holders may vote at the meeting, either personally or by proxy, in respect of such share as if he/she/it was solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the Register of Members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- (iii) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be lodged with the registered office of the Company at Unit 3001, 30/F., Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not less than 48 hours before the time appointed for holding the meeting.
- (iv) Completion and return of the form of proxy will not preclude a member from attending the meeting and voting in person at the meeting or any adjournment thereof if he/she/it so desires. If a member attends the meeting after having deposited the form of proxy, his/her/its form of proxy will be deemed to have been revoked.

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Tang Chi Chiu, Mr. Chan Ka Chung and Mr. Wang Jianguo; and three independent non-executive Directors, namely, Mr. Kwok Chung On, Mr. Wu Chi Keung and Ms. Wu Yan.*