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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 4:00 p.m. (or such time immediately following the conclusion (or adjournment) of another extraordinary general meeting of the Company to be held on the same day and at the same place) for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as ordinary resolution of the Company:

ORDINARY RESOLUTION:

“**THAT**

- (a) the conditional sale and purchase agreement dated 28 June 2013 (the “**Disposal Agreement**”) (a copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “**A**”) entered into among China Renji Medical (BVI) Limited, a wholly owned subsidiary of the Company, as vendor (the “**Vendor**”), Topworld Alliance Ltd. as purchaser (the “**Purchaser**”) and Ms. Gao Min Shan as guarantor (the “**Guarantor**”) in relation to, among others, the disposal of 35 shares of US\$1 each in the share capital of Wintin International Limited (“**Wintin**”), representing 35% issued share capital of Wintin and 35% of the amount due by Wintin and its subsidiaries (the “**Wintin Group**”) to the Company and its subsidiaries (except the Wintin Group) and the transactions contemplated thereunder, including but not limited to the execution of any ancillary documents in relation to the Disposal Agreement, be and are hereby approved, confirmed and ratified; and

- (b) any directors of the Company be and are hereby authorised to do such acts and/or things and/or execute all such documents incidental to, ancillary to or in connection with matters contemplated in or relating to the Disposal Agreement and the transactions contemplated thereunder as they may be in their absolute discretion consider necessary, desirable or expedient to give effect to the Disposal Agreement and the implementation of all transactions contemplated thereunder and to agree with such variation, amendment or waivers as are, in the opinion of the directors of the Company, in the interest of the Company and its shareholders as a whole.”

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

Hong Kong, 16 October 2013

Registered office:

Unit 3001, 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 of the Company 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.