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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)

**CHANGE OF DIRECTORS;
AND
CHANGE OF COMPOSITION OF VARIOUS COMMITTEES
OF THE BOARD OF DIRECTORS**

The Company announces that

- (i) Mr. Wu has tendered his resignation as an independent non- executive Director as well as the chairman of the Audit Committee, the Remuneration Committee, the Corporate Governance Committee and the Nomination Committee of the Company with effect from 15 July 2014; and
- (ii) Mr. Chan has been appointed as an independent non- executive Director as well as the chairman of the Audit Committee, the Remuneration Committee, the Corporate Governance Committee and the Nomination Committee with effect from 15 July 2014.

**CHANGE OF DIRECTORS AND CHANGE OF COMPOSITION OF VARIOUS
COMMITTEES OF THE BOARD**

Resignation of Director

The board (the “Board”) of directors (the “Directors”) of China Renji Medical Group Limited (the “Company”) announces that Mr. Wu Chi Keung (“Mr. Wu”) has tendered his resignation as an independent non-executive Director, the chairman of the audit committee (the “Audit Committee”), the remuneration committee (the “Remuneration Committee”), the corporate governance committee (the “Corporate Governance Committee”) and the nomination committee (the “Nomination Committee”) of the Company respectively, with effect from 15 July 2014 as he requires more time to pursue his other business engagements.

Mr. Wu has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation which needs to be brought to the attention of the shareholders of the Company. Mr. Wu has also confirmed that he has no claims against the Company whether by way of compensation, severance payments, expenses or otherwise.

Appointment of Director

The Board has resolved to appoint Mr. Chan Yee Ping, Michael (“Mr. Chan”) as an independent non-executive director of the Company as well as the chairman of the Audit Committee, the Remuneration Committee, the Corporate Governance Committee and the Nomination Committee, respectively with effect from 15 July 2014.

Mr. Chan, aged 37, has over 10 years of experience in the areas of audit, financial management, corporate secretarial management and corporate governance. He is a member with practicing certificate of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Mr. Chan is also the company secretary of (i) China Sunshine Paper Holdings Company Limited (*stock code: 2002*), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and (ii) Northeast Electric Development Co., Limited (*stock code: 42*), a joint stock limited company whose shares are listed on both the Shenzhen Stock Exchange of China and the Stock Exchange, and the independent non-executive directors of Yueshou Environment Holdings Limited (*stock code: 1191*) and China Sandi Holdings Limited (*stock code: 910*). Mr. Chan holds a bachelor’s degree in business administration from the Hong Kong Polytechnic University.

Save as disclosed above and as far as the Board is aware, Mr. Chan has not held any directorship in other listed companies in Hong Kong in the last three years and does not have any relationship with any directors, senior management or substantial shareholders of the Company. As at the date of this announcement, Mr. Chan is not interested in or deemed to be interested in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Future Ordinance, Chapter 571 of the Laws of Hong Kong) of the Company.

There is currently no service contract entered into between the Company and Mr. Chan, and he will hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election once every three years at the annual general meeting of the Company in accordance with the articles of association of the Company. The remuneration of Mr. Chan will be determined with reference to his duties and responsibilities to be decided at a later date by the Board.

Save as disclosed above and as far as the Board is aware, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of The Rules Governing the Listing of Securities on the Stock Exchange nor are there any other matters that is in relation to the appointment of Mr. Chan that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wu for his valuable contribution to the Group during his term of office with the Company and warmly welcome Mr. Chan to join the Company.

After the aforesaid resignation and appointment, the compositions of the Audit Committee, the Remuneration Committee, the Corporate Governance Committee and the Nomination Committee are as follows:

Audit Committee: Mr. Chan (*Chairman*)
Ms. Hu Xuezheng
Ms. Wu Yan

Remuneration Committee: Mr. Chan (*Chairman*)
Mr. Chan Ka Chung
Ms. Hu Xuezheng

Nomination Committee: Mr. Chan (*Chairman*)
Mr. Chan Ka Chung
Ms. Hu Xuezheng

Corporate Governance Committee: Mr. Chan (*Chairman*)
Mr. Chan Ka Chung
Mr. Tang Chi Chiu
Mr. Wang Jianguo
Ms. Hu Xuezheng
Ms. Wu Yan

By Order of the Board of
China Renji Medical Group Limited
Tang Chi Chiu
Chairman

Hong Kong, 15 July 2014

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. Chan Yee Ping, Michael, Ms. Hu Xuezheng and Ms. Wu Yan.