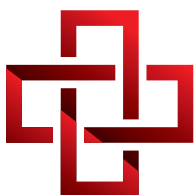


Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



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)

RESULTS OF EXTRAORDINARY GENERAL MEETINGS

The Company is pleased to announce that at the EGMs held on 6 January 2015, the ordinary resolutions approving the Placing Agreement and the transactions contemplated thereunder, the proposed grant of the New General Mandate and the refreshment of the Scheme Mandate Limit have been duly passed by the Shareholders by way of poll.

References are made to the two circulars of the Company dated 15 and 17 December 2014 (the “Circulars”) relating to, (i) the Placing Agreement and the transactions contemplated thereunder; (ii) the proposed grant of the New General Mandate; and (iii) the refreshment of the Scheme Mandate Limit. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Circulars.

RESULTS OF THE EXTRAORDINARY GENERAL MEETINGS

The Company is pleased to announce that at the two extraordinary general meetings (the “EGMs”), both held on 6 January 2015, the ordinary resolutions approving the Placing Agreement and the transactions contemplated thereunder, the proposed grant of the New General Mandate and the refreshment of the Scheme Mandate Limit have been duly passed by the Shareholders by way of poll.

The Company’s share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGMs.

As at the date of the EGMs, the total number of issued Shares of the Company was 1,117,133,439. To the best of the Directors’ knowledge, belief and information, as at the date of the EGMs, Mr. Chan Ka Chung, the chairman of the Board and an executive Director, was interested in 101,250,000 Shares and was required to abstain from voting in favour of the ordinary resolution approving the proposed grant of the New General Mandate pursuant to Rule 13.36(4) of the Listing Rules. Accordingly, the total number of Shares entitling the

Shareholders to attend and vote for or against the ordinary resolutions in respect of (i) the Placing Agreement and the transaction contemplated thereunder was 1,117,133,439 Shares (representing the entire total issued Shares as at the date of the EGMs); (ii) the proposed grant of the New General Mandate was 1,015,883,439 Shares (representing 90.9% of the total issued Shares as at the date of the EGMs); and (iii) the refreshment of the Scheme Mandate Limited was 1,117,133,439 Shares (representing the entire total issued Shares as at the date of the EGMs).

Save as disclosed above, no other Shareholders had a material interest in the proposed resolutions approving the Placing Agreement and the transactions contemplated thereunder, the proposed grant of the New General Mandate and the refreshment of the Scheme Mandate Limit at the EGMs, and no other Shareholders were required under the Listing Rules to abstain from voting in favour of the relevant resolutions at the EGMs or to abstain from voting.

The voting results in respect of resolutions approving (i) the Placing Agreement and the transaction contemplated thereunder; (ii) the proposed grant of the New General Mandate; and (iii) the refreshment of the Scheme Mandate Limit are as follows:

Ordinary Resolutions	Number of Shares represented by votes cast (and approximate percentage of total number of Shares represented by votes cast)	
	For	Against
1. To approve, confirm and ratify the Placing Agreement and the transactions contemplated thereunder; to approve the issue of the Tranche Two Convertible Bonds in accordance with the terms and conditions of the Placing Agreement; to approve the allotment and issue of the Tranche Two Conversion Shares and to grant the Directors a specific mandate to allot and issue the Tranche Two Conversion Shares; and to authorise the Directors to do all such acts and things as they consider necessary, desirable or expedient for the implementation of and giving effect to the above*	429,058,940 (99.997%)	14,250 (0.003%)
2. To grant a general mandate to the Directors to allot, issue and deal with new shares not exceeding 20% of the issued Share capital of the Company*	314,738,740 (96.12%)	12,709,150 (3.88%)
3. To approve the refreshment of the 10% of the Scheme Mandate Limit under share option scheme of the Company*	415,988,740 (97.04%)	12,709,150 (2.96%)

* The full text of the resolution has been set out in the relevant notices of the EGMs.

As more than 50% of the votes were cast in favour of the above ordinary resolutions regarding (i) the Placing Agreement and the transactions contemplated thereunder; (ii) the proposed grant of the New General Mandate; and (iii) the refreshment of the Scheme Mandate Limit, all of the above resolutions have been duly passed as ordinary resolutions at the EGMs.

PROGRESS UPDATE ON A MAJOR DISPOSAL OF THE COMPANY

Reference is made to the announcement of the Company dated 26 November 2014 in relation to the progress update on a major disposal. The Group has received the full amount of the consideration in respect of the aforesaid disposal without adjustment.

By Order of the Board of
China Renji Medical Group Limited
Chan Ka Chung
Chairman

Hong Kong, 6 January 2015

As at the date of this announcement, the board of the Company comprises four executive directors, namely Mr. Chan Ka Chung, Dr. Hui Ka Chun, Mr. Cheung Wai Kwan and Mr. Wang Jianguo, and four independent non-executive directors, namely Mr. Chan Yee Ping, Michael, Mr. Lam Chun Ho, Ms. Hu Xuezheng and Ms. Wu Yan.