

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.



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 MEETING;
AND
COMPLETION OF THE ACQUISITION**

The Company is pleased to announce that at the EGM held on 23 April 2015, the ordinary resolution approving the Acquisition Agreement and the transactions contemplated thereunder was duly passed by the Shareholders by way of poll.

The Board is also pleased to announce that the conditions precedents under the Acquisition Agreement have been fulfilled and completion of the Acquisition took place on 23 April 2015.

Reference is made to the circular (the “**Circular**”) and notice of the EGM (the “**EGM Notice**”) both dated 31 March 2015 in relation to, among other things, the Acquisition. Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular and the EGM Notice.

RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The Company is pleased to announce that at the adjourned extraordinary general meeting (the “**EGM**”) of the Company held on 23 April 2015, the ordinary resolution approving the Acquisition Agreement and the transactions contemplated thereunder was 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 EGM.

As at the date of EGM, the total number of issued shares (the “**Shares**”) in the Company was 1,340,560,126, which was the total number of Shares entitling the Shareholders to attend and vote for or against the relevant resolution at the EGM. As described in the Circular, since Mr. Chan, an executive Director holding 101,250,000 Shares as at the date of the EGM, may become a shareholder of New Health upon the exercise of the Call Option or the Put Option,

his potential interest in New Health may render his interest in the Acquisition not being the same as the other Shareholders, Mr. Chan has elected to abstain from voting at the EGM to approve the resolution regarding the Acquisition Agreement and the transaction contemplated thereunder. To the best of the Directors' knowledge, belief and information having made reasonable enquiries, save for Mr. Chan, no other Shareholders had a material interest in the proposed resolution approving the Acquisition Agreement and the transactions contemplated thereunder at the EGM, and therefore no other Shareholders except Mr. Chan were required to abstain from voting at the EGM. Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against the resolutions in respect of the Acquisition Agreement and the transactions contemplated thereunder were 1,239,310,126 Shares (representing approximately 92.4% of the issued Shares as at the date of the EGM). There were no Shares entitling the holder thereof to attend and vote only against the resolutions at the EGM.

The voting results in respect of resolution approving the Acquisition Agreement and the transaction, contemplated thereunder are as follows:

Ordinary Resolution	Number of votes (% to the number of Shares voted at the EGM)	
	For	Against
To approve, confirm and ratify the Acquisition Agreement and the transactions contemplated thereunder and to authorise any Director to do all such acts as he may consider necessary, desirable or expedient to give effect to the Acquisition Agreement and the transactions contemplated thereunder and to agree with such variation, amendments or waiver as in the interest of the Company and its shareholders as a whole*	384,331,514 (100%)	0 (0%)

* The description of the above resolution is by way of summary only. The full text appears in the EGM Notice.

As all of the votes were cast in favour of the above ordinary resolution regarding the Acquisition Agreement and the transactions contemplated thereunder, the above resolution was duly passed as ordinary resolution.

COMPLETION OF THE ACQUISITION

The Board is pleased to announce that the conditions precedent under the Acquisition Agreement have been fulfilled, and the completion of the Acquisition Agreement took place on 23 April 2015 after the EGM.

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

Hong Kong, 23 April 2015

As at the date of this announcement, the board of Directors comprises three executive Directors, namely Mr. Chan Ka Chung, 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 Xuezhen and Ms. Wu Yan.