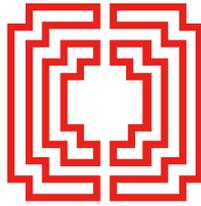


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溫州康寧醫院股份有限公司  
Wenzhou Kangning Hospital Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)  
Stock code: 2120

## ANNOUNCEMENT

# **POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR THE YEAR 2024, THE FIRST H SHAREHOLDERS' CLASS MEETING FOR THE YEAR 2025 AND THE FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING FOR THE YEAR 2025 PAYMENT OF FINAL DIVIDEND APPOINTMENT OF A SUPERVISOR AND APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION**

The annual general meeting for the year 2024 (the “**AGM**”), the first H shareholders’ class meeting for the year 2025 (the “**H Shareholders’ Class Meeting**”) and the first domestic shareholders’ class meeting for the year 2025 (the “**Domestic Shareholders’ Class Meeting**”, together with the AGM and the H Shareholders’ Class Meeting, collectively the “**Meetings**”) of Wenzhou Kangning Hospital Co., Ltd. (the “**Company**”) were held as on-site meetings at Conference Room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang Province, the PRC, at 9:00 a.m. on Monday, June 30, 2025. Unless otherwise specified, capitalized terms in this announcement shall have the same meanings as those defined in the circular of the Company dated June 2, 2025 (the “**Circular**”).

## **RESOLUTIONS OF THE MEETINGS**

The Meetings were convened by the Board and chaired by Mr. GUAN Weili, the chairman of the Board. Among the eight Directors of the Company who are currently holding offices, their attendance records at the Meetings are as follows:

- Mr. GUAN Weili, Mr. WANG Jian and Mr. LI Changhao, attended the Meetings in person;
- Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung Hugo, attended the Meetings through video; and
- Ms. WANG Lianyue and Mr. QIN Hao were unable to attend the AGM due to other conflicting work schedules.

All proposed resolutions set out in the Circular were passed by way of poll. There were no restrictions on any Shareholders to cast votes on the resolutions at the Meetings; there were no Shareholders whose Shares entitled the holders to attend the Meetings but required the holders to abstain from voting in favor of any of the resolutions at the Meetings as set out in Rule 13.40 of the Hong Kong Listing Rules, nor were there any Shareholders that shall be required to abstain from voting under the Hong Kong Listing Rules; none of the Shareholders has indicated in the Circular that he/she/it intended to vote against or to abstain from voting on any of the resolutions. The convening, holding and the voting process of the Meetings complied with applicable laws and regulations, including the Company Law of the People's Republic of China and the Articles of Association.

For details of the resolutions considered at the Meetings, Shareholders may refer to the Circular.

## POLL RESULTS OF THE AGM

The total number of the Shares in issue as at the date of the AGM was 72,358,900 Shares, which was the total number of Shares entitling the holders to attend and vote for or against or abstain from voting on the resolutions proposed at the AGM. No treasury shares were held by the Company (including any treasury Shares held or deposited with Central Clearing and Settlement System); and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares entitled to attend and vote on all proposed resolutions at the AGM. Shareholders and their proxies holding an aggregate of 56,948,405 Shares with voting rights attended the AGM, representing 78.70% of the total Shares with voting rights.

All the resolutions contained in the notice of AGM dated June 2, 2025 have been passed by way of poll. The poll results are set out below:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
1.	To consider and approve the final financial report of the Company for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and approve the audited report and financial statements of the Company for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%
3.	To consider and approve the profit distribution plan of the Company for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%
4.	To consider and approve the financial budget of the Company for the year 2025	56,948,405 100.000000%	0 0.000000%	0 0.000000%
5.	To consider and approve the proposed appointment of the auditor of the Company for the year 2025	56,948,405 100.000000%	0 0.000000%	0 0.000000%
6.	To consider and approve the report of the Board of the Company for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%
7.	To consider and approve the report of the Supervisory Committee of the Company for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
8.	To consider and approve the report of the independent non-executive Directors of the Company on their performance for the year 2024	56,948,405 100.000000%	0 0.000000%	0 0.000000%
9.	To consider and approve the proposed election of Mr. FANG Wei as a supervisor	56,948,405 100.000000%	0 0.000000%	0 0.000000%
<b>SPECIAL RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
10.	To consider and approve the proposed grant of a general mandate to the Board to partially repurchase H Shares	56,948,405 100.000000%	0 0.000000%	0 0.000000%
11.	To consider and approve the proposed amendments to the Articles of Association	56,442,005 99.110774%	506,400 0.889226%	0 0.000000%

### **POLL RESULTS OF THE H SHAREHOLDERS' CLASS MEETING**

The total number of the H Shares in issue as at the date of the H Shareholders' Class Meeting was 19,598,900 Shares, which was the total number of H Shares entitling the holders to attend and vote for or against or abstain from voting on the resolution proposed at the H Shareholders' Class Meeting. No treasury shares were held by the Company (including any treasury Shares held or deposited with Central Clearing and Settlement System); and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares entitled to attend and vote on all proposed resolutions at the H Shareholders' Class Meeting. H Shareholders and their proxies holding an aggregate of 6,304,500 Shares with voting rights attended the H Shareholders' Class Meeting, representing 32.17% of the total Shares with voting rights.

The resolution contained in the notice of H Shareholders' Class Meeting dated June 2, 2025 has been passed by way of poll. The poll results are set out below:

<b>SPECIAL RESOLUTIONS</b>		<b>Number of votes for (%)</b>	<b>Number of votes against (%)</b>	<b>Number of votes abstained (%)</b>
1.	To consider and approve the proposed grant of a general mandate to the Board to partially repurchase H Shares	6,304,500 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and approve the proposed amendments to the Articles of Association	5,805,400 92.083432%	499,100 7.916568%	0 0.000000%

## POLL RESULTS OF THE DOMESTIC SHAREHOLDERS' CLASS MEETING

The total number of the Domestic Shares in issue as at the date of the Domestic Shareholders' Class Meeting was 52,760,000 Shares, which was the total number of Shares entitling the Domestic Shareholders to attend and vote for or against or abstain from voting on the resolution proposed at the Domestic Shareholders' Class Meeting. No treasury shares were held by the Company (including any treasury Shares held or deposited with Central Clearing and Settlement System); and no repurchased Shares which are pending cancellation and should be excluded from the total number of issued Shares entitled to attend and vote on all proposed resolutions at the Domestic Shareholders' Class Meeting. Domestic Shareholders and their proxies holding an aggregate of 52,100,005 Domestic Shares with voting rights attended the Domestic Shareholders' Class Meeting, representing 98.75% of the total Domestic Shares with voting rights.

The resolution contained in the notice of Domestic Shareholders' Class Meeting dated June 2, 2025 has been passed by way of poll. The poll results are set out below:

SPECIAL RESOLUTIONS		Number of votes for (%)	Number of votes against (%)	Number of votes abstained (%)
1.	To consider and approve the proposed grant of a general mandate to the Board to partially repurchase H Shares	52,100,005 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and approve the proposed amendments to the Articles of Association	52,100,005 100.000000%	0 0.000000%	0 0.000000%

Computershare Hong Kong Investor Services Limited (the H Share registrar of the Company) acted as the scrutineer for the vote-taking at the Meetings.

## PAYMENT OF FINAL DIVIDEND

At the AGM, the Shareholders approved the proposed final dividend (“**Final Dividend**”) of RMB3 (tax inclusive) per 10 Shares in cash for the year ended December 31, 2024. The Final Dividend will be distributed on or before Monday, July 28, 2025 to Shareholders whose names appear on the register of members of the Company at the close of business on Thursday, July 10, 2025.

The Final Dividend will be denominated and declared in RMB, which shall be paid to the Domestic Shareholders in RMB and to the H Shareholders in Hong Kong dollars. The exchange rate for the Final Dividend to be paid in Hong Kong dollars shall be the average central parity of the exchange rates of Hong Kong dollars to RMB as announced by the People's Bank of China for the five business days prior to the date of declaration of the Final Dividend (equivalent to RMB0.91256 to HK\$1). Based on the aforesaid exchange rate, the amount of Final Dividend payable in Hong Kong dollars shall be HK\$3.2875 (tax inclusive) for every 10 Shares.

## **WITHHOLDING AND PAYMENT OF INDIVIDUAL INCOME TAX**

In accordance with the Enterprise Income Tax Law of the People's Republic of China (中華人民共和國企業所得稅法) and its implementation regulations, which came into effect on January 1, 2008, the Company is required to withhold and pay enterprise income tax at a rate of 10% on behalf of the non-resident enterprise Shareholders whose names appear on the register of members for H Shares when distributing cash dividends. Any H Shares not registered under the name of an individual Shareholder, including HKSCC Nominees Limited, other nominees, agents or trustees, or other organizations or groups, shall be deemed as Shares held by non-resident enterprise Shareholders. Therefore, enterprise income tax shall be withheld from dividends payable to such Shareholders. If holders of H Shares intend to change its Shareholder status, please enquire about the relevant procedures with the agents or trustees. The Company will strictly comply with the law or the requirements of the relevant government authority and withhold and pay enterprise income tax on behalf of the relevant Shareholders whose names appear on the register of members for H Shares as of the Record Date.

If the individual holders of H Shares are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for the cash dividends paid to them with the PRC under the relevant tax agreements, the Company should withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of less than 10% with the PRC under the relevant tax agreement, the Company shall withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. In this case, if the relevant individual holders of H Shares wish to reclaim the extra amount withheld due to the application of 10% tax rate, the Company can apply for it on behalf of the holders according to the relevant agreed preferential tax treatment and the relevant Shareholders shall submit the evidence required by the notice of the tax agreement to Computershare Hong Kong Investor Services Limited. The Company will assist with the tax refund after the approval of the competent tax authority. Should the individual holders of H Shares be residents of the countries which had an agreed tax rate of over 10% but less than 20% with the PRC under the tax agreement, the Company shall withhold and pay the individual income tax on behalf of the holders at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual holders of H Shares are residents of the countries which had an agreed tax rate of 20% with the PRC under the tax agreement, or which has not entered into any tax agreement with the PRC, or otherwise, the Company shall withhold and pay the individual income tax on behalf of the holders at a rate of 20%.

## **APPOINTMENT OF A SUPERVISOR**

Upon the approval at the AGM, Mr. FANG Wei has been appointed as a Supervisor of the fourth session of the Supervisory Committee. The term of office of Mr. FANG Wei will commence from the date of approval at the AGM and end on the date of conclusion of the fourth session of the Supervisory Committee, which is subject to re-election upon expiration of his term of office. Mr. FANG Wei will not receive any emoluments or allowances from the Company in respect of his supervisory capacity.

Please refer to the Circular for the biographical details and relevant information of Mr. FANG Wei. As of the date of this announcement, there has been no change in such information.

Save as disclosed in the Circular, Mr. FANG Wei has not held any other directorships in any public companies listed on any securities market in Hong Kong and/or overseas in the past three years, nor did he hold any other major positions and professional qualifications or did he hold any other positions in the Company or its subsidiaries, and he does not have any relationship with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company. As of date of this announcement, save as disclosed in the Circular, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. FANG Wei has also not been subject to any penalties imposed by the China Securities Regulatory Commission or other relevant securities regulatory authorities or stock exchanges. As of date of this announcement, save as disclosed above, Mr. FANG Wei did not have any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and he is/was not involved in any of the matters required to be disclosed pursuant to the aforesaid requirements, and there is no other matter that needs to be brought to the attention of the Shareholders.

## **APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION**

Reference is made to the announcement of the Company dated May 28, 2025 in relation to, among others, the proposed amendments to the articles of association. The Board announces that the amended Articles of Association duly approved by Shareholders at the AGM and Class Meetings shall take effect from June 30, 2025. The full text of the amended Articles of Association will be available for downloading on the website of the Company at [www.knhosp.cn](http://www.knhosp.cn) and the HKEXnews website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

By order of the Board  
**Wenzhou Kangning Hospital Co., Ltd.**  
**GUAN Weili**  
*Chairman*

Zhejiang, the PRC  
June 30, 2025

*As of the date of this announcement, the Company's executive Directors are Mr. GUAN Weili, Ms. WANG Lianyue and Mr. WANG Jian; the non-executive Directors are Mr. QIN Hao and Mr. LI Changhao; and the independent non-executive Directors are Ms. ZHONG Wentang, Ms. JIN Ling and Mr. CHAN Sai Keung Hugo.*