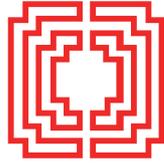


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溫州康寧醫院股份有限公司  
Wenzhou Kangning Hospital Co., Ltd.

(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 2017

The annual general meeting (the “AGM”) of Wenzhou Kangning Hospital Co., Ltd. (the “Company”) for the year 2017 was held at Conference room, 12/F, Building 1, Shengjin Road, Huanglong Residential District, Wenzhou, Zhejiang, the PRC, on Wednesday, June 13, 2018. Unless otherwise specified, capitalized terms in this announcement shall have the same meanings as those defined in the circular of the Company dated April 26, 2018 and/or the supplementary circular dated May 30, 2018 (collectively the “Circulars”).

#### RESOLUTIONS OF THE AGM

The AGM was convened by the Board and chaired by Mr. Guan Weili, the chairman of the Board. All the proposed resolutions set out in the Circulars were passed by way of poll. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. The convening, holding and the voting process of the AGM were in compliance with applicable laws and regulations, including the Company Law of the PRC and the Articles.

For details of the resolutions considered at the AGM, Shareholders may refer to the Circulars.

## POLL RESULTS OF THE AGM

The total number of the Shares in issue as at the date of the AGM was 73,040,000 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. Shareholders and their proxies holding an aggregate 63,810,300 voting Shares attended the AGM, representing 87.36% of the total voting Shares.

All the resolutions contained in the revised notice of AGM dated May 30, 2018 have been passed by way of poll. The poll results are set out below:

	<b>SPECIAL RESOLUTION</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 issue additional Domestic Shares	57,248,400 (89.72%)	6,561,900 (10.28%)	0 (0%)
	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
2.	To consider and approve the financial report for the year 2017 (including the audited financial statements)	63,810,300 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the proposed profit distribution plan for the year 2017	63,810,300 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposed financial budget for the year 2018	63,810,300 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the proposed appointment of PricewaterhouseCoopers Zhong Tian LLP as the independent auditor of the Company for the year 2018, to hold office until the conclusion of the next annual general meeting of the Company	63,810,300 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the report of the Board for the year 2017	63,810,300 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the report of the Supervisory Committee for the year 2017	63,810,300 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the report of the independent non-executive Directors for the year 2017	63,810,300 (100%)	0 (0%)	0 (0%)

	<b>SPECIAL RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
9.	To consider and approve the proposed grant of a general mandate to the Board to issue H Shares of the Company	53,113,200 (83.24%)	10,697,100 (16.76%)	0 (0%)
10.	To consider and approve the proposed adoption of the Equity Incentive Scheme for the year 2018	63,810,300 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the authorisation to the Board to deal with, in its absolute discretion, matters relating to the Equity Incentive Scheme of the Company	63,810,300 (100%)	0 (0%)	0 (0%)

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

### **PAYMENT OF FINAL DIVIDEND**

The proposed final cash dividend of RMB0.15 per Share (inclusive of applicable tax) for the year ended December 31, 2017 (the “**Final Dividend**”) has been approved by the Shareholders at the AGM. The dividend is expected to be paid on or about Friday, July 13, 2018 to the Shareholders whose name appear on the register of members of the Company at the close of business on Monday, June 25, 2018.

The Final Dividend will be denominated and declared in RMB. The Domestic Shareholders will be paid in RMB and the H Shareholders will be paid in Hong Kong dollars. The exchange rate for the Final Dividend to be paid in Hong Kong dollars will be the mean of the exchange rates of Hong Kong dollars to RMB as announced by the People’s Bank of China during the five business days prior to the date of declaration of the Final Dividend (RMB0.81668 equivalent to HKD1). Based on the above exchange rate, the amount of dividend payable to H shares in Hong Kong dollars will be HKD0.1837 per Share (inclusive of applicable tax).

### **Withholding of dividend income tax**

In accordance with the Enterprise Income Tax Law of the PRC and its implementation regulations which came into effect on January 1, 2008, the Company is required to withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise Shareholders whose names appear on the register of members for H Shares when distributing the 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, on this basis, enterprise income tax shall be withheld from dividends payable to such Shareholders. If H Shareholders intend to change their Shareholder status, please enquire about the relevant procedures with their 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 based on the register of members for H Shares as of the Record Date.

If the individual H Shareholders are Hong Kong or Macau residents or residents of the countries which had an agreed tax rate of 10% for the cash dividends to them with the PRC under the relevant tax agreement, the Company should withhold and pay individual income tax on behalf of the relevant Shareholders at a rate of 10%. Should the individual H Shareholders 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 that case, if the relevant individual H Shareholders wish to reclaim the extra amount withheld due to the application of 10% tax rate, the Company can apply for the relevant agreed preferential tax treatment provided that the relevant Shareholders 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 H Shareholders 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 at the agreed actual rate in accordance with the relevant tax agreement. In the case that the individual H shareholders are residents of the countries which had an agreed tax rate of 20% with the PRC, or which has not entered into any tax agreement with the PRC, or otherwise, the Company shall withhold and pay the individual income tax at a rate of 20%.

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

Zhejiang, the PRC  
June 13, 2018

*As of the date of this announcement, the executive Directors are Mr. GUAN Weili, Ms. WANG Lianyue and Ms. WANG Hongyue; the non-executive Directors are Mr. YANG Yang and Mr. LIN Lijun; and the independent non-executive Directors are Mr. CHONG Yat Keung, Mr. HUANG Zhi and Mr. GOT Chong Key Clevin.*