

*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.*

**MINGYUAN MEDICARE DEVELOPMENT COMPANY LIMITED**

**銘源醫療發展有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 0233)**

**INSIDE INFORMATION ANNOUNCEMENT**

Reference is made to the Originating Summons under HCMP 1480 of 2016 (“**the Action**”) on 14 June 2016 naming the Company and all the 7 directors of the board as defendants (“**the Defendants**”). The Plaintiff Guangwei Worldwide Limited (“**Guangwei**”), which purported to be the member of the Company holding 30,149,576 shares, applied for a declaration that the annual general meeting of the Company held on 20 May 2016 (“**AGM**”) was invalid and not binding on the Company and that all the directors of the current board be restrained to act and exercise the power as directors of the Company and that the Company be restrained from acting upon the resolutions that were passed at the AGM (“**Injunctions Application**”). The Defendants on 16 June 2016 took out a summons to strike out the claims in the Originating Summons (“**Strikeout Application**”).

On 22 May 2017, the Honourable Deputy High Court Judge Lisa Wong gave her decision. In summary, the Injunctions Application was dismissed and the Strikeout Application was allowed with costs of the 2 Applications be paid by Guangwei to the Defendants.

This announcement is made by Mingyuan Medicare Development Company Limited (“**the Company**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**the Stock Exchange**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance.

Reference is made to the announcement dated 18 May 2016 (“**the 18 May Announcement**”) by the old management of the Company under the chairmanship of the ousted ex-chairman and executive director Mr. Yao Yuan whereby it was announced, inter alia, that forged documents were used by Greater Achieve Limited (“**GAL**”), a single substantial shareholder of the Company, to obtain the favourable rulings by the Supreme Court of Bermuda in respect of the orders dated

\* For identification purpose only

1 March 2016, 14 April 2016, 28 April 2016 and 13 May 2016 (“**the Orders**”), ordering, inter alia, GAL to convene the AGM on the terms of the Orders.

In the 18 May Announcement, it was announced that the then board of directors had received a letter dated 4 May 2016 (“**the Zhao Letter**”) from an ex-director of the Company Mr. Zhao Chao (“**Zhao**”), alleging that Mr. Lam Ping Cheung (“**Mr. Lam**”), the current chairman and executive director of the Company, had suggested to him to create a bogus SMS in the name of Tianjin Binhai New Area People’s Procuratorate, which was to provide favourable evidence for his legal cases against the Company in the courts of Hong Kong, BVI and Bermuda. It was further alleged that Zhao had met a director appointed by the then board on 17 May 2016 (“**the Zhao Meeting**”) whereat, it was alleged, that Zhao disclosed a statement he gave to the Shanghai police and two documents were mentioned, the first related to an explanatory note provided to the Hong Kong Stock Exchange in around August 2015 and the second document related to the SMS. The name of the director whom the Company said he/she met Zhao was not disclosed (“**the Two Documents**”).

According to the 18 May Announcement, the Two Documents were forgeries and the Company would turn the matter to relevant law enforcement authorities for criminal investigations and would appeal against the Orders made by the Supreme Court of Bermuda (“**Bermuda Appeal**”). The old management also announced that as the Hong Kong court had refused to register and enforce the two of the Orders dated 1 March 2016 and 14 April 2016, the Company considered that the Orders should not be binding on the Company.

By a resolution of the AGM, the old management under the stewardship of Mr. Yao Yuan had been wholly replaced by the current board.

Reference is made to the announcement dated 8 June 2016 (“**the 8 June Announcement**”) by the replaced management of the Company whereby it was announced, inter alia, that the Company had interviewed the staff member of the Company responsible to receive all mails delivered to the Company and confirmed that the Company had never received the Zhao Letter. Further, the Company also received the full text of WeChat messages from Mr. Lam relating to his WeChat dialogue with Zhao. Zhao unequivocally denied that he had sent the Zhao Letter to the Company and that he had met with a director of the Company.

Reference is made to the announcements dated 15 June 2016 and 17 June 2016 in relation to the Action commenced by Guangwei (one of the minority shareholders of the Company) in which an ex-independent-non-executive director of the Company Mr. Yao Liang filed an affirmation in support of the Injunctions Application.

The hearing of the Injunctions Application and the Strikeout Application took place on 30 August 2016.

On 22 May 2017, the Honourable Deputy High Court Judge Lisa Wong gave her decision (“**the Decision**”). In summary, the Injunctions Application was dismissed and the Defendants’ Strikeout Application was allowed. Costs nisi in favour of the Defendants was ordered.

The Company wishes to announce that in the Decision, it was ruled that the Two Documents, which was alleged by the old management to have been used by GAL to favour its legal action in Bermuda, were in fact not used by GAL in support of its case. The Court further observed that the Orders were self-executing in nature and in terms and there was no issue as to the enforceability of such orders in Hong Kong.

It is to be noted that despite what announced in the 18 May Announcement by the old management, there had been no Bermuda Appeal of the Orders, nor reference of the matters to relevant authorities for criminal investigations by the Company.

Guangwei has time to lodge an appeal against the Decision and shall Guangwei do so, the Company will keep the shareholders informed of the development.

Trading in shares of the Company will remain suspended pending satisfaction of the resumption conditions imposed by the Stock Exchange.

By Order of the Board  
**Mingyuan Medicare Development Company Limited**  
**LAM Ping Cheung**  
*Chairman*

Hong Kong, 25 May 2017

*As at the date of this announcement, the Board comprises (i) Mr. Lam Ping Cheung and Mr. Hui Yip Wing as executive Directors; (ii) Ms. Lam Yan Fong Flora as non-executive Director; and (iii) Ms. Chan Mee Sze, Ms. Hui Wai Man Shirley, Mr. Lam Suk Ping and Mr. Wong Anthony Chi-ho as independent non-executive Directors.*