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MINGYUAN MEDICARE DEVELOPMENT COMPANY LIMITED

銘源醫療發展有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 0233)

**(1) RETIREMENT OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTOR
(2) ANNUAL GENERAL MEETING
HELD ON 18 AUGUST 2017 — POLL RESULTS
AND (3) CHANGE IN COMPOSITION OF BOARD COMMITTEE**

Reference is made to the circular (the “**Circular**”) of the Mingyuan Medicare Development Company Limited (the “**Company**”) and the notice (the “**Notice**”) of the Annual General Meeting (the “**AGM**”) issued to the shareholders (“**Shareholders**”) of the Company on 20 July 2017. Unless the context otherwise required, terms defined in this announcement shall have the same meanings as those defined in the Circular.

RETIREMENT OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board of Directors (the “**Board**”) of the Company announces that pursuant to Article 109 of the New Bye-Laws, Ms. Lam Yan Fong Flora (“**Ms. Lam**”) and Ms. Hui Wai Man Shirley (“**Ms. Hui**”) shall retire from office by rotation, and being eligible for re-election at the AGM in accordance with the New Bye-Laws. Both Ms. Lam and Ms. Hui had informed the Company that they had decided not to offer themselves for re-election at the AGM as they would like to devote more time on their other business commitment.

Ms. Lam had retired as a Non-executive Director whilst Ms. Hui had retired as an Independent Non-executive Director with effect from the conclusion of the AGM.

They have confirmed that they had no disagreement with the Board and there are no matters relating to their retirement that need to be brought to the attention of the Shareholders of the Company. The Board would like to express its sincere gratitude to Ms. Lam and Ms. Hui for their valuable contributions to the Company during their tenure of office.

ANNUAL GENERAL MEETING HELD ON 18 AUGUST 2017 — POLL RESULTS

A Special Resolution to approve the adjournment of the voting of the Resolutions Nos. 1, 2 and 3 to an adjourned annual general meeting was proposed by the Chairman during the AGM and such Special Resolution was passed.

The poll results in respect of the resolutions Nos. 4, 5, 6, 7 and 8 are as follows:

ORDINARY RESOLUTIONS		No. of Votes (Approx. %)	
		FOR	AGAINST
4.	To re-elect Mr. Cheung Chi Ming as an independent non-executive director.	966,727,680 (98.618580%)	13,541,636 (1.381420%)
5.	To re-appoint Crowe Horwath (HK) CPA Limited as auditors and authorise the Board to fix their remuneration.	980,269,316 (100.000000%)	0 (0.000000%)
6.	Ordinary Resolution No. 6 of the Notice of Annual General Meeting (To give a general mandate to the Directors to issue additional shares of the Company)	882,807,680 (90.057667%)	97,461,636 (9.942333%)
7.	Ordinary Resolution No. 7 of the Notice of Annual General Meeting (To give a general mandate to the Directors to repurchase shares of the Company)	896,589,316 (91.463570%)	83,680,000 (8.536430%)
8.	Ordinary Resolution No. 8 of the Notice of Annual General Meeting (To extend the general mandate granted to the Directors pursuant to Ordinary Resolution No. 6 to issue additional shares of the Company)	883,507,680 (90.129076%)	96,761,636 (9.870924%)

As at the date of the AGM, the total number of issued shares in the Company was 4,383,892,800 ordinary shares (the “**Shares**”), which was the total number of shares entitling the Shareholders to attend and vote for or against the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no Shareholders that are required under the Listing Rules to abstain from voting.

Computershare Hong Kong Investor Services Limited, the Branch Share Registrar of the Company, acted as scrutineer for the poll at the AGM.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

The Board is pleased to announce that (i) Mr. Cheung Chi Ming has been appointed as the chairman, and Ms. Chan Mee Sze and Mr. Lam Suk Ping have been appointed as members of the Audit Committee of the Company; (ii) Mr. Lam Suk Ping has been appointed as the chairman, and Ms. Chan Mee Sze and Mr. Cheung Chi Ming have been appointed as members of the Remuneration Committee of the Company and (iii) Mr. Lam Ping Cheung has been appointed as the chairman, and Ms. Chan Mee Sze and Mr. Cheung Chi Ming have been appointed as members of the Nomination Committee of the Company with effect from the conclusion of AGM.

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

Hong Kong, 18 August 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. Chan Mee Sze, Mr. Lam Suk Ping, Mr. Wong Anthony Chi-ho and Cheung Chi Ming as independent non-executive Directors.