

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.



Boill Healthcare Holdings Limited

保集健康控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1246)

- (1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 9 SEPTEMBER 2022;**
- (2) CHANGE OF DIRECTORS, CHAIRMAN OF THE BOARD AND
AUTHORISED REPRESENTATIVE; AND**
- (3) CHANGES IN COMPOSITION OF BOARD COMMITTEES**

POLL RESULTS OF THE AGM HELD ON 9 SEPTEMBER 2022

The Board is pleased to announce that all the proposed resolutions as set out in the notice of the AGM contained in the Circular were duly approved by the Shareholders by way of poll at the AGM held at 11:00 a.m. on 9 September 2022.

CHANGE OF DIRECTORS, CHAIRMAN OF THE BOARD AND AUTHORISED REPRESENTATIVE

The Board announces that, with effect from the conclusion of the AGM:

1. Mr. Dai Dong Xing has retired as an executive Director and ceased to be the Chairman and the Authorised Representative;
2. Mr. Xu Liang Wei has retired as an independent non-executive Director;
3. Mr. Qiu Dongfang has been appointed as an executive Director, the Chairman and the Authorised Representative;
4. Ms. Yu Yixing has been appointed as an executive Director;
5. Mr. Qiu Bin has been appointed as a non-executive Director; and
6. Mr. Yi Baxian has been appointed as an independent non-executive Director.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following the above change of Directors and with effect from the conclusion of the AGM:

1. Mr. Dai Dong Xing has ceased to be the chairman of the Nomination Committee;
2. Mr. Xu Liang Wei has ceased to be the chairman of the Remuneration Committee and a member of the Audit Committee;
3. Mr. Chan Chi Keung, Billy has ceased to be a member of each of the Nomination Committee and the Remuneration Committee;
4. Mr. Qiu Dongfang has been appointed as the chairman of the Nomination Committee;
5. Ms. Yu Yixing has been appointed as a member of the Remuneration Committee;
6. Mr. Qiu Bin has been appointed as a member of the Audit Committee; and
7. Mr. Yi Baxian has been appointed as the chairman of the Remuneration Committee and a member of the Nomination Committee.

Reference is made to the circular incorporating a notice of annual general meeting (the “**AGM**”) of the Company dated 12 August 2022 (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM HELD ON 9 SEPTEMBER 2022

The AGM was held at 11:00 a.m. on 9 September 2022 for the Shareholders to consider and to approve the resolutions set out in the notice of AGM contained in the Circular (the “**Resolutions**”, and each a “**Resolution**”).

The Board is pleased to announce that all the Resolutions were duly approved by the Shareholders by way of poll at the AGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the Resolutions are as follows:

Ordinary Resolutions <i>(Note 1)</i>		Number of Votes (Approximate %) <i>(Note 2)</i>	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “ Directors ”, each a “ Director ”) and the independent auditor of the Company for the year ended 31 March 2022.	775,200,143 (100.00%)	0 (0.00%)
2.	To consider and approve the appointment of Mr. Qiu Dongfang as an executive Director.	775,200,143 (100.00%)	0 (0.00%)
3.	To consider and approve the appointment of Ms. Yu Yixing as an executive Director.	775,200,143 (100.00%)	0 (0.00%)
4.	To consider and approve the appointment of Mr. Qiu Bin as a non-executive Director.	775,200,143 (100.00%)	0 (0.00%)
5.	To consider and approve the appointment of Mr. Yi Baxian as an independent non-executive Director.	775,200,143 (100.00%)	0 (0.00%)
6.	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	775,200,143 (100.00%)	0 (0.00%)
7.	To re-appoint BDO Limited as the independent auditor of the Company and to authorise the Board to fix their remuneration.	775,200,143 (100.00%)	0 (0.00%)
8.	To grant a general and unconditional mandate to the Directors to exercise all the powers of the Company to allot, issue or otherwise deal with additional shares of the Company not exceeding 20% of the total number of the issued shares of the Company as at the date of passing this resolution.	775,200,143 (100.00%)	0 (0.00%)
9.	To grant a general and unconditional mandate to the Directors to exercise all the powers of the Company to buy back shares of the Company not exceeding 10% of the total number of the issued shares of the Company as at the date of passing this resolution.	775,200,143 (100.00%)	0 (0.00%)
10.	To extend the general mandate granted to the Directors to allot, issue or otherwise deal with additional shares of the Company by the addition thereto the aggregate number of shares bought back by the Company.	775,200,143 (100.00%)	0 (0.00%)

Ordinary Resolutions <i>(Note 1)</i>		Number of Votes (Approximate %) <i>(Note 2)</i>	
		For	Against
11.	To approve the increase in authorised share capital of the Company from HK\$400,000,000 divided into 1,600,000,000 shares of HK\$0.25 each to HK\$1,200,000,000 divided into 4,800,000,000 shares of HK\$0.25 each by the creation of an additional 3,200,000,000 unissued shares of HK\$0.25 each.	775,200,143 (100.00%)	0 (0.00%)
Special Resolution <i>(Note 1)</i>			
12.	To amend the memorandum and articles of association of the Company in the manner as set out in the circular of the Company dated 12 August 2022 with immediate effect after the close of the Meeting and to adopt the amended and restated memorandum and articles of association of the Company.	775,200,143 (100.00%)	0 (0.00%)

Note 1: The full text of the above resolutions is set out in the notice of the AGM.

Note 2: All percentages are rounded to two decimal places.

As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 11, such Resolutions were duly passed at the AGM as ordinary resolutions of the Company. As more than three-fourths of the votes were cast in favour of Resolution numbered 12, such Resolution was duly passed at the AGM as a special resolution of the Company. As at the date of the AGM, the total number of issued shares of the Company (the “**Shares**”) was 1,358,000,000, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting on the Resolutions at the AGM. In addition, none of the Shareholders stated his/her intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the AGM.

The Directors at the time of the AGM, namely, Mr. Dai Dong Xing, Mr. Zhang Sheng Hai, Mr. Chui Kwong Kau, Mr. Chan Chi Keung, Billy and Mr. Xu Liang Wei, attended the AGM either in person or by electronic means. Mr. Wang Zhe was unable to attend the AGM due to his other business arrangements.

CHANGE OF DIRECTORS, CHAIRMAN OF THE BOARD AND AUTHORISED REPRESENTATIVE

References are made to the announcement of the Company dated 8 August 2022 and the Circular.

The Board announces that, with effect from the conclusion of the AGM, (i) Mr. Dai Dong Xing has retired as an executive Director and ceased to be the chairman of the Board (the “**Chairman**”) and the authorised representative of the Company under Rule 3.05 of the Listing Rules (the “**Authorised Representative**”); and (ii) Mr. Xu Liang Wei has retired as an independent non-executive Director, in order to devote more time on their respective personal endeavours.

Each of Mr. Dai Dong Xing and Mr. Xu Liang Wei has confirmed that they have no disagreement with the Board and there are no matters in relation to their respective retirement that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank Mr. Dai Dong Xing and Mr. Xu Liang Wei for their valuable contributions to the Company during their tenure of office.

The Board is pleased to announce that, with effect from the conclusion of the AGM:

1. Mr. Qiu Dongfang has been appointed as an executive Director, the Chairman and the Authorised Representative;
2. Ms. Yu Yixing has been appointed as an executive Director;
3. Mr. Qiu Bin has been appointed as a non-executive Director; and
4. Mr. Yi Baxian has been appointed as an independent non-executive Director.

The latest biographical details of each of Mr. Qiu Dongfang, Ms. Yu Yixing, Mr. Qiu Bin and Mr. Yi Baxian are set out in the Circular.

The Board would like to take this opportunity to welcome Mr. Qiu Dongfang, Ms. Yu Yixing, Mr. Qiu Bin and Mr. Yi Baxian in joining the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board announces that, following the above change of Directors and with effect from the conclusion of the AGM:

1. Mr. Dai Dong Xing has ceased to be the chairman of the Nomination Committee;
2. Mr. Xu Liang Wei has ceased to be the chairman of the Remuneration Committee and a member of the audit committee of the Company (the “**Audit Committee**”);
3. Mr. Chan Chi Keung, Billy has ceased to be a member of each of the Nomination Committee and the Remuneration Committee;
4. Mr. Qiu Dongfang has been appointed as the chairman of the Nomination Committee;

5. Ms. Yu Yixing has been appointed as a member of the Remuneration Committee;
6. Mr. Qiu Bin has been appointed as a member of the Audit Committee; and
7. Mr. Yi Baxian has been appointed as the chairman of the Remuneration Committee and a member of the Nomination Committee.

By order of the Board
Boill Healthcare Holdings Limited
Qiu Dongfang
Executive Director and Chairman

Hong Kong, 9 September 2022

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Qiu Dongfang, Mr. Zhang Sheng Hai and Ms. Yu Yixing; (ii) two non-executive Directors, namely Mr. Chui Kwong Kau and Mr. Qiu Bin; and (iii) three independent non-executive Directors, namely Mr. Chan Chi Keung, Billy, Mr. Wang Zhe and Mr. Yi Baxian.

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.