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**LIFE HEALTHCARE GROUP LIMITED**

**蓮和醫療健康集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 928)**

**CHANGE OF CHAIRMAN;  
RESIGNATION OF CHIEF EXECUTIVE OFFICER  
AND RE-DESIGNATION OF DIRECTOR;  
APPOINTMENT OF EXECUTIVE DIRECTOR;  
CHANGE IN COMPOSITION OF THE REMUNERATION COMMITTEE;  
AND  
CHANGE OF AUTHORISED REPRESENTATIVE**

The Board hereby announces that with effect from 8 November 2019:

- (1) Mr. Hua Yunbo has resigned as the chairman of the Board and the president of the Company but remains an executive Director;
- (2) Ms. Shan Hua has resigned as the chief executive officer, member of the Remuneration Committee and an Authorised Representative of the Company and re-designated from an executive Director to a non-executive Director; and
- (3) Mr. Xu Xueping has been appointed as the chairman of the Board, an executive Director, a member of the Remuneration Committee and an Authorised Representative.

The board (the “**Board**”) of directors (“**Directors**”) of Life Healthcare Group Limited (the “**Company**”) announces the followings:

## **RESIGNATION OF CHAIRMAN OF THE BOARD AND PRESIDENT OF THE COMPANY**

Mr. Hua Yunbo (“**Mr. Hua**”) has resigned as the chairman of the Board and the president of the Company with effect from 8 November 2019 to allow him to devote more time to his other business endeavours. Mr. Hua will remain as an executive Director. Mr. Hua has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation as chairman of the Board and president of the Company which need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

## **RESIGNATION OF CHIEF EXECUTIVE OFFICER, MEMBER OF THE REMUNERATION COMMITTEE AND AUTHORISED REPRESENTATIVE AND RE-DESIGNATION AS NON-EXECUTIVE DIRECTOR**

Ms. Shan Hua (“**Ms. Shan**”) has resigned as the chief executive officer, a member of the remuneration committee of the Company (“**Remuneration Committee**”), an authorised representative of the Company (the “**Authorised Representative**”) for the purposes of Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listings Rules**”) and re-designated from an executive Director to a non-executive Director with effect from 8 November 2019 to allow her to devote more time to her other business endeavours. Ms. Shan confirmed that she had no disagreement with the Board and there were no other matters that need to be brought to the attention of the Shareholders in relation to her resignation as the chief executive officer of the Company.

The biographical details and other information of Ms. Shan are set out below:

Ms. Shan, aged 41, was appointed as an executive Director and chief executive officer of the Company in December 2015. She was also a member of Remuneration Committee, an Authorised Representative and director of certain subsidiaries of the Company. Ms. Shan has over 11 years’ experience working as senior management at listed companies. She had worked as senior management in NQ Mobile Inc., a company whose shares are listed on New York Stock Exchange and AsiaInfo-Linkage Inc.. Ms. Shan completed Tsinghua University’s EMBA program and holds a Bachelor of Law degree from the SouthWest Jiaotong University and a Master of Civil Procedure Law degree from the SouthWest University of Political Science of Law.

Save as disclosed herein, Ms. Shan has not held any position with the Company or any of its subsidiaries, and has not been a director in any other listed companies in the last three years. Ms. Shan is a substantial shareholder of the Company, by holding approximately 28.78% of the issued share capital of the Company, through her controlled entity, Powerful Software Limited. Save as disclosed herein, Ms. Shan is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company and does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

Ms. Shan has no fixed term of service with the Company and has not entered into a service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation. Ms. Shan is entitled to a Director's remuneration of HK\$10,000 per month which is determined by the Board and the Remuneration Committee with reference to the prevailing market conditions. The directorship of Ms. Shan with the Company will be subject to rotation requirements and re-election pursuant to the articles of association of the Company ("**Articles of Association**").

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders relating to the re-designation of Ms. Shan as a non-executive Director.

### **APPOINTMENT OF CHAIRMAN OF THE BOARD, EXECUTIVE DIRECTOR, MEMBER OF THE REMUNERATION COMMITTEE AND AUTHORISED REPRESENTATIVE**

The board is pleased to announce that Mr. Xu Xueping ("**Mr. Xu**") has been appointed as the chairman of the Board, an executive Director, a member of the Remuneration Committee and an Authorised Representative with effect from 8 November 2019.

Mr. Xu, aged 55, has over 20 years of senior management experience engaging in real estate development and rental property management since 1993. Mr. Xu also focuses on investment in cultural tourism and education and has extensive experience in investment. Mr. Xu is the chairman and an authorised representative of 北京朝天輪旅遊觀光有限責任公司 since 8 April 2015. Currently, Mr. Xu is also one of the founding shareholders and a director of Great Beijing Wheel Company Limited.

Mr. Xu has not held (i) any other position in the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Mr. Xu has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it in the Listings Rules and does not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

Under the letter of appointment entered into between Mr. Xu and the Company, there was no fixed term of service. His directorship in the Company is subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association. The remuneration of Mr. Xu is HK\$150,000 per month which is determined by the Board and the Remuneration Committee with reference to his experience, duties and responsibilities within the Company. Mr. Xu is entitled to a discretionary bonus to be determined by the Board and the Remuneration Committee with reference to the operational performance of the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Xu that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express a warm welcome to Mr. Xu for joining the Board.

### **CHANGE OF COMPOSITION OF THE REMUNERATION COMMITTEE**

The Board announces that the composition of the Remuneration Committees has been changed with effect from 8 November 2019 as follows:

- (1) Ms. Shan has resigned as a member of the Remuneration Committee; and
- (2) Mr. Xu has been appointed as a member of the Remuneration Committee.

### **CHANGE OF AUTHORISED REPRESENTATIVE**

The Board further announces that Mr. Xu has been appointed to replace Ms. Shan as an Authorised Representative with effect from 8 November 2019.

By order of the Board  
**Life Healthcare Group Limited**  
**Man Wai Lun**  
*Executive Director*

Hong Kong, 8 November 2019

*As at the date of this announcement, the Board comprises:*

*Executive Directors:*

Mr. Xu Xueping (*Chairman*)  
Mr. Hua Yunbo  
Mr. Man Wai Lun

*Independent non-executive Directors:*

Mr. Liu Xinghua  
Mr. Zheng Chunlei  
Mr. Cheng Chun Man

*Non-executive Director:*

Ms. Shan Hua