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Union Medical Healthcare Limited

香港醫思醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2138)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 6 SEPTEMBER 2018**

The Board is pleased to announce that all the resolutions as set out in the notice of the EGM dated 20 August 2018 were duly passed by the Shareholders by way of poll at the EGM held on 6 September 2018.

Reference is made to the circular of Union Medical Healthcare Limited (the “Company”) (the “EGM”) dated 20 August 2018 (the “Circular”) and the notice of the extraordinary general meeting of the Company (the “EGM”) dated 20 August 2018 (the “EGM notice”), which set out the time and venue of the EGM and contain the resolution to be tabled before the EGM for Shareholders’ approval. Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board of the Company is pleased to announce that all the resolutions as set out in the Notice were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll at the EGM held on 6 September 2018.

ATTENDANCE AT THE EGM

As at the date of the EGM, the issued share capital of the Company (the “Shares”) comprised 983,764,948 Shares, which was the total number of Shares entitling the holders to attend and vote for or against all the resolutions at the EGM. Shareholders (in person or by proxy) holding an aggregate of 733,731,348 Shares, which represented approximately 74.58 % of the total number of Shares, were present at the EGM.

There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and there were no Shares requiring the holders to abstain from voting at the EGM under the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.

RESULTS OF THE EGM

The poll results in respect of the Ordinary Resolutions at the EGM were as follows:

ORDINARY RESOLUTIONS		Number of votes (Approximate %)		Total number of votes cast
		FOR	AGAINST	
1(a)	To approve, confirm and ratify the sale and purchase agreement (the “ Agreement ”) entered into between the Company and GCP Properties Limited (“ GCP ”) in relation to the Company’s acquisition of 200 shares in Mayor Form Limited, and the transactions contemplated under the Agreement.	727,098,802 (99.10%)	6,632,546 (0.90%)	733,731,348
1(b)	Conditional upon the Stock Exchange granting or agreeing to grant the listing of, and permission to deal in all the shares of the Company falling to be issued (the “ Option Shares ”) on the exercise of the share options (the “ Consideration Share Options ”) issued in accordance with the terms and conditions of the Agreement:			
(i)	To approve the issue and allotment of the Consideration Share Options and the Option Shares.	727,098,802 (99.10%)	6,632,546 (0.90%)	733,731,348
(ii)	To grant a specific mandate to the directors of the Company (the “ Directors ”) to exercise all powers of the Company to allot and issue the Option Shares upon exercise of the Consideration Share Options.	727,098,802 (99.10%)	6,632,546 (0.90%)	733,731,348
(iii)	To authorise the Directors, to take such actions, do such things and execute such further documents or deeds which in their opinion may be necessary, desirable or expedient for the purpose of giving effect to and/or to implement the transactions contemplated in this resolution.	727,098,802 (99.10%)	6,632,546 (0.90%)	733,731,348

As more than 50% of the votes were cast in favour of each of the resolutions, all the resolutions as set out above were duly passed as ordinary resolutions.

SCRUTINY OF VOTE-COUNTING

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, was appointed as the scrutineer for vote-taking at the EGM.

By Order of the Board
Union Medical Healthcare Limited
Lee Gabriel
Executive Director

Hong Kong, 6 September 2018

As at the date of this announcement, the executive Directors of the Company are Mr. Tang Chi Fai, and Mr. Lee Gabriel, the non-executive Directors are Mr. Luk Kun Shing Ben and Dr. Wang David Guowei, and the independent non-executive Directors are Mr. Ma Ching Nam, Mr. Look Andrew and Mr. Lam Chi Hang Josekin.