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PW MEDTECH GROUP LIMITED

普 华 和 顺 集 团 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1358)

(1) POSTPONEMENT OF THE EGM; (2) EXTENSION OF BOOK CLOSURE PERIOD; AND (3) DESPATCH OF SUPPLEMENTAL CIRCULAR, REVISED NOTICE OF EGM AND REVISED PROXY FORM

References are made to (i) the circular of PW Medtech Group Limited (the “**Company**”) (the “**Circular**”), the notice (the “**Original Notice of EGM**”) of the extraordinary general meeting of the Company (the “**EGM**”), which was originally scheduled to be held at Building 1, No. 23 Panlong West Road, Pinggu District, Beijing, the PRC at 10:00 a.m. on Friday, December 4, 2020, as well as the form of proxy of the Company in respect of the proposed ordinary resolutions set out in the Original Notice of EGM (the “**Original Form of Proxy**”), each dated November 16, 2020 and despatched to the Shareholders on November 16, 2020; and (ii) the announcement of the Company dated November 19, 2020 (the “**Announcement**”) in relation to, among others, the Merger Voting Undertaking and the postponement of the EGM. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Announcement.

POSTPONEMENT OF THE EGM

As disclosed and further detailed in the Announcement, since each of the Disposals and the provision of the Merger Voting Undertaking will result in the Effective Disposal and enable the Company to crystallize the same amount of investment gains, the Board has resolved to amend ordinary resolution no. 1 as set out in the Original Notice of EGM to the following:

“THAT:

- (a) the Effective Disposal through either (i) the Transaction Documents and the transactions contemplated thereunder (including the Disposals) or (ii) the provision of the Merger Voting Undertaking and the transactions facilitated thereunder (including the Cash Out), together with the Transaction Documents, the Merger Voting Undertaking and the transactions contemplated and facilitated thereunder (including the Disposals and the Cash Out), be and are hereby confirmed, approved and ratified; and

- (b) the executive director of the Company be and is hereby authorized on behalf of the Company to do all such acts and things (including, without limitation, signing, execution (under hand or under seal), perfection and delivery of all documents) as she may, in her absolute discretion, consider necessary, desirable or expedient for the purposes of, or in connection with, or to ensure smooth implementation of and to give effect to the Effective Disposal, the Disposals, the Cash Out, the Transaction Documents, the Merger Voting Undertaking and any other documents relating thereto or contemplated thereby (in each case amended if necessary) and to make or agree to such alterations, amendments and additions thereto as the executive director of the Company may, in her absolute discretion, consider necessary, desirable or expedient in the interests of the Company.”

In order to (i) allow sufficient time for the Shareholders to consider, among others, the provision of the Merger Voting Undertaking and the aforementioned amended ordinary resolution no. 1; and (ii) comply with the notice requirements under the Listing Rules, the Board has resolved to postpone the EGM from 10:00 a.m. (Hong Kong time) on Friday, December 4, 2020 to **10:00 a.m. (Hong Kong time) on Tuesday, December 8, 2020**. The venue of the EGM will remain unchanged at Building 1, No. 23 Panlong West Road, Pinggu District, Beijing, the PRC.

As a result of the aforementioned postponement of the EGM, the relevant exchange rate at which the proposed Special Dividend will be converted from US\$ to HK\$ will be changed from that on December 4, 2020 (being the original date of the EGM) to that on December 8, 2020 (being the date on which the postponed EGM will be held). The ordinary resolution no. 2 as set out in the Original Notice of EGM is amended accordingly. Save as aforementioned, there are no other changes to the particulars of the proposed Special Dividend.

EXTENSION OF BOOK CLOSURE PERIOD

As disclosed in the Circular, the register of members of the Company was scheduled to be closed from Tuesday, December 1, 2020 to Friday, December 4, 2020 (both days inclusive) in order to ascertain Shareholders’ eligibility to attend and vote at the EGM. Due to the postponement of the date of the EGM, the ending date of the period of the closure of the register of members of the Company has been postponed, and such period has been extended to Tuesday, December 8, 2020. Accordingly, no share transfer will be effected from Tuesday, December 1, 2020 to Tuesday, December 8, 2020 (both days inclusive). In order to qualify for attending and voting at the EGM, unregistered holders of shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates are lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited (at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong) for registration no later than 4:30 p.m. (Hong Kong time), on Monday, November 30, 2020.

For the avoidance of doubt, the period during which the register of members of the Company will be closed to ascertain Shareholders’ entitlement to the proposed Special Dividend as disclosed in the Circular will remain unchanged.

DESPATCH OF SUPPLEMENTAL CIRCULAR, REVISED NOTICE OF EGM AND REVISED FORM OF PROXY

A supplemental circular containing, among others, (i) further details of the Merger Voting Undertaking, the Merger Agreement and the transactions contemplated thereunder (including the Cash Out); and (ii) the revised notice of the EGM which sets out the full text of the amended ordinary resolutions no. 1 and no. 2, as well as the revised form of proxy for the EGM (the “**Revised Form of Proxy**”), will be despatched to the Shareholders on November 23, 2020.

The Revised Form of Proxy will revoke and supersede the Original Form of Proxy enclosed with the Circular. Shareholders who have submitted the Original Form of Proxy to the branch share registrar of the Company in Hong Kong must note that the Original Form of Proxy will no longer be applicable to the EGM and voting on the proposed ordinary resolutions as set out in the Original Notice of EGM.

Whether or not you are able to attend the EGM, please complete and sign the Revised Form of Proxy in accordance with the instructions printed thereon and return it to the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time scheduled for the holding of the EGM or any adjournment thereof (i.e. not later than 10:00 a.m. (Hong Kong time) on Sunday, December 6, 2020).

Completion and return of the Revised Form of Proxy will not preclude Shareholders from attending and voting in person at the EGM or at any adjourned meeting should they so wish, but in such event the instrument appointing a proxy shall be deemed to be revoked.

By order of the Board
PW Medtech Group Limited
Yue’e Zhang
Chairman & Chief Executive Officer

Hong Kong, November 20, 2020

As at the date of this announcement, the Board comprises one executive Director, namely, Ms. Yue’e Zhang; two non-executive Directors, namely, Mr. Jiang Liwei and Mr. Lin Junshan; and three independent non-executive Directors, namely, Mr. Wang Xiaogang, Mr. Zhang Xingdong and Mr. Chen Geng.