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PHOENIX
HEALTHCARE
GROUP
鳳凰醫療集團

Phoenix Healthcare Group Co. Ltd

鳳凰醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1515)

**RESIGNATION OF JOINT COMPANY SECRETARY
AND
CHANGE OF AUTHORISED REPRESENTATIVE**

The board of directors (the “**Board**”) of Phoenix Healthcare Group Co. Ltd (the “**Company**”) announces that Mr. OR Wing Kee (“**Mr. OR**”) has tendered his resignation as a joint company secretary of the Company and will cease to act as an authorised representative of the Company for the purpose of Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and an authorised representative to accept service of process in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Companies Ordinance**”) with effect from February 2, 2015, due to a change in his job responsibilities in the Company. Mr. OR will remain as the vice general manager of the Company.

Mr. OR has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation which needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

Following the resignation of Mr. OR, Mr. WONG Kwok Hung Kendrick (“**Mr. WONG**”), the other joint company secretary of the Company who meets the requirements of a company secretary under Rule 8.17 of the Listing Rules, will be re-designated as the company secretary of the Company.

The Board is pleased to announce that Mr. WONG has been appointed to replace Mr. OR as an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules with effect from February 2, 2015. Mr. JIANG Tianfan, the other authorised representative under the Listing Rules, remains unchanged. Mr. WONG will remain as the authorised representative to accept service of process in Hong Kong under Part 16 of the Companies Ordinance.

The Board would like to express its gratitude to Mr. OR for his valuable contributions to the Company during his term of office.

By the order of the Board
Phoenix Healthcare Group Co. Ltd
LIANG Hongze
Chairman

Hong Kong, February 2, 2015

As at the date of this announcement, the Board comprises Mr. LIANG Hongze, Ms. XU Jie, Mr. ZHANG Xiaodan, Mr. XU Zechang and Mr. JIANG Tianfan, as executive directors; Mr. YANG Huisheng and Mr. RUI Wei, as non-executive directors; and Mr. KWONG Kwok Kong, Ms. CHENG Hong, Mr. WANG Bing and Mr. SUN Jianhua, as independent non-executive directors.