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华润凤凰

CR Phoenix

## China Resources Phoenix Healthcare Holdings Company Limited

華潤鳳凰醫療控股有限公司

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

(Stock Code: 1515)

**(1) RESIGNATION OF EXECUTIVE DIRECTOR;  
(2) CHANGE OF CHIEF EXECUTIVE OFFICER, EXECUTIVE GENERAL  
MANAGER AND AUTHORIZED REPRESENTATIVE AND IN COMPOSITION  
OF REMUNERATION COMMITTEE;  
(3) APPOINTMENT OF EXECUTIVE DIRECTOR; AND  
(4) APPOINTMENT OF MEMBER OF AUDIT COMMITTEE**

The Board hereby announces that, with effect from December 28, 2016:

- (1) Mr. Zhang Xiaodan has resigned as an executive Director, the chief executive officer, a member of the remuneration committee of the Board and an Authorized Representative of the Group;
- (2) Mr. Wu Potao has been appointed as the chief executive officer, a member of the remuneration committee of the Board and an Authorized Representative of the Group and resigned as the executive general manager of the Group;
- (3) Mr. Xu Zechang has been appointed as an executive Director and the executive general manager of the Group; and
- (4) Mr. Wang Yan has been appointed as a member of the audit committee of the Board of the Group.

The board (the “**Board**”) of directors (the “**Directors**”) of China Resources Phoenix Healthcare Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following changes in the Directors and senior management of the Group with effect from December 28, 2016:

### **RESIGNATION OF EXECUTIVE DIRECTOR**

Mr. Zhang Xiaodan has resigned as an executive Director, the chief executive officer, a member of the remuneration committee of the Board, and an authorized representative of the Group as required under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) (the “**Authorized Representative**”) due to health reason.

Mr. Zhang Xiaodan has confirmed that he has no disagreement with the Board and that there is no matter in respect of his resignation which needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board hereby expresses its gratitude to Mr. Zhang Xiaodan for his valuable efforts and contributions to the Group during his tenure of Director of the Group.

## **CHANGE OF CHIEF EXECUTIVE OFFICER, EXECUTIVE GENERAL MANAGER AND AUTHORIZED REPRESENTATIVE AND IN COMPOSITION OF REMUNERATION COMMITTEE**

Mr. Wu Potao has been appointed as the chief executive officer, a member of the remuneration committee and an Authorized Representative of the Group and resigned as the executive general manager of the Group, and will continue to act as an executive Director of the Group. Mr. Wu, aged 47, was the executive general manager and vice chairman of the board of the Group during the period from February 2006 to October 2012. He rejoined the Group as a deputy general manager in October 2016 and was appointed as an executive Director and the executive general manager of the Group on November 25, 2016. During the period from July 2014 to September 2016, Mr. Wu was the director and the general manager of the CITIC Private Equity Beijing HongCi Healthcare Co., Ltd\* (中信產業基金北京弘慈醫療投資管理有限公司), responsible for the management and operation. Mr. Wu was a director and the executive deputy general manager of Beijing Shougang Healthcare Investment Company Limited\* (北京首鋼醫療投資有限公司) from November 2012 to June 2014, responsible for the management and operation. Mr. Wu obtained a bachelor degree in engineering from the Chinese People's Police University in July 1991, and received an EMBA degree from Tsinghua University in January 2012.

Mr. Wu Potao has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation as the executive general manager of the Group which need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

Mr. Xu Zechang has been appointed as an executive Director and the executive general manager of the Group. Mr. Xu, aged 54, joined Phoenix Hospital Management (Beijing) Co., Ltd. (currently known as Beijing Phoenix Wantong Investment Management Co., Ltd.) in March 2004 and has served as the executive administrator of Mentougou Hospital (北京市門頭溝區醫院) since October 2011. Mr. Xu also served as an executive Director of the Group from September 2013 to November 2016, the executive administrator of Yan Hua Hospital (北京燕化醫院) from May 2007 to December 2010, the vice administrator of Beijing Jian Gong Hospital Co., Ltd. (北京市健宮醫院有限公司) from May 2005 to May 2007, and the executive administrator of Wuxi New District Hospital (無錫新區醫院) from May 2004 to May 2005. Mr. Xu has experience as an attending doctor, vice director doctor, vice director of a Cardiology Department and an acting director of Cardiology Department at the General Hospital of China PLA Beijing Military Region (中國人民解放軍北京軍區總醫院), a Grade III general hospital, from 1991 to 2003, and a resident doctor at the General Hospital of the People's Liberation Army of China (中國人民解放軍總醫院), the largest Grade III general hospital affiliated to the People's Liberation Army of China, from 1984 to 1991. Mr. Xu attended the Military Medical School of People's Liberation Army of China (中國人民解放軍軍醫進修學院) in Beijing in July 2006 and July 1991 respectively to study medicine and he obtained his bachelor degree in military surgeon from Southern Medical University (南方醫科大學) (formerly known as First Military Medical University of People's Liberation Army of China (中國人民解放軍第一軍醫大學) in Guangzhou in July 1984.

Mr. Xu has entered into a service agreement with the Group for a term of two (2) years commencing from December 28, 2016, which can be terminated by either party giving to the other party not less than one month's notice in writing. The Board has resolved that Mr. Xu will be entitled to a remuneration of RMB1,492,560 per annum for serving as an executive Director. The emolument of Mr. Xu was determined by the Board, upon recommendation by the remuneration committee of the Board with reference to the prevailing market situation, his duties and responsibilities to the Group. Mr. Xu may not vote on any resolution of the Directors regarding the amount of Director's emoluments payable to him.

Pursuant to the articles of association of the Company and the Corporate Governance Code as set out in Appendix 14 to the Listing Rules, Mr. Xu Zechang will hold office until the forthcoming general meeting of the Company and will be subject to the retirement by rotation and re-election at that meeting.

Saved as disclosed above, Mr. Xu Zechang has not held any directorships in any other public companies securities of which are listed in Hong Kong or overseas in the past three years, nor did and do they hold any other positions in the Group in the past and at present, nor any other relationship with any other Directors, senior management or substantial shareholders or controlling shareholders of the Group.

As at the date of this announcement, Mr. Xu Zechang was interested in 2,948,593 shares of the Company (representing approximately 0.23% of the issued share capital of the Company). Save as disclosed above, Mr. Xu Zechang does not have any interests in the shares or underlying shares of the Company pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information that is required to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Xu Zechang that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

## **APPOINTMENT OF MEMBER OF AUDIT COMMITTEE**

Mr. Wang Yan, a non-executive Director, has been appointed as a member of the audit committee of the Board of the Group and the existing members of the audit committee of the Board remain unchanged.

By Order of the Board  
**China Resources Phoenix Healthcare Holdings Company Limited**  
**Wang Yin**  
*Chairman*

Hong Kong, December 28, 2016

*As at the date of this announcement, the Board comprises Mr. WANG Yin, Mr. WANG Yan, Mr. HE Xuan, Mr. LIANG Hongze as non-executive Directors; Mr. CHENG Libing, Mr. WU Potao and Mr. XU Zechang as executive Directors; Mr. KWONG Kwok Kong, Ms. CHENG Hong, Mr. SUN Jianhua and Mr. LEE Kar Chung Felix as independent non-executive Directors.*

\* *For identification purpose only*