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Mediwelcome Healthcare Management & Technology Inc.

麥迪衛康健康醫療管理科技股份有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 2159)

GRANT OF RESTRICTED SHARE UNITS PURSUANT TO THE RESTRICTED SHARE UNIT SCHEME

1. INTRODUCTION

Reference is made to the Prospectus. The Company has adopted the RSU Scheme on 18 September 2019 which took effect on the Listing Date. On 25 June 2021, the Company granted a total of 15,170,000 RSUs to 31 eligible participants under the RSU Scheme in recognition of their contributions to the development of the Group and to incentivise them to further promote the development of the Company.

2. GRANT OF RSUS

Details of the grant of RSUs are set out below:

Date of grant: 25 June 2021

Grantees: Mr. Shi Wei, Mr. Wang Liang, Mr. He Jiyong, Mr. Wang

Wei and Mr. Sui Huijun, all being the Directors, and 26 other employees from the Group's management team

Number of RSUs granted: 15,170,000

Vesting schedule: Subject to the terms and conditions of the RSU Scheme,

the RSUs shall be vested in accordance with the vesting schedule and vesting conditions as specified in the letter of grant made by the Board to the respective grantees.

Among the 15,170,000 RSUs, 9,100,000 RSUs were granted to the Directors and 6,070,000 RSUs were granted to other employees of the Group, details of which are set out below:

Grantee	Position held with the Company	Number of RSUs granted
Mr. Shi Wei Mr. Wang Liang	Executive Director, Chairman of the Board Executive Director, Chief Executive Officer	2,600,000 2,400,000
Mr. Sui Huijun	Executive Director, Vice President	2,000,000
Mr. He Jiyong	Executive Director, Chief Financial Officer	1,300,000
Mr. Wang Wei	Executive Director, Vice President	800,000
Sub-total of RSUs granted to the Directors		9,100,000
Other employees of the Group		6,070,000
Total		15,170,000

The 15,170,000 RSUs granted under the RSU Scheme, representing 7.585% of the issued share capital of the Company as at the date of this announcement, will be satisfied by the existing Shares which were allotted and issued to RSU Holding on 18 September 2019 and which are held on trust by RSU Holding for the purpose of the RSU Scheme, details of which are set out in the Prospectus. Based on the closing price of HK\$2.20 per Share as stated in the daily quotation sheet issued by the Stock Exchange on the date of grant, i.e. 25 June 2021, the 15,170,000 RSUs represent a market value of HK\$33,374,000 in aggregate.

As at the date of this announcement, Mr. Shi Wei, Mr. Wang Liang, Mr. He Jiyong, Mr. Sui Huijun and Mr. Wang Wei are the executive Directors and thus are connected persons of the Company, and the grant of RSUs to each of them constitutes a connected transaction for the Company under Chapter 14A of the Listing Rules. As the grant of RSUs to the Directors forms part of their remuneration package under their respective service agreement with the Company, such grants are exempt from the reporting, announcement and independent shareholders' approval requirements pursuant to Rule 14A.73(6) and Rule 14A.95 of the Listing Rules. Save as disclosed above, none of the other Grantees are connected persons of the Company as at the date of this announcement.

The RSU Scheme does not involve the grant of options by the Company to subscribe for new Shares and is not subject to the provisions of Chapter 17 of the Listing Rules. For further details of the RSU Scheme, please refer to the Prospectus.

No new Shares will be issued by the Company as a result of the grant of the RSUs as mentioned in this announcement, and accordingly, the grant of the RSUs will not result in any dilution effect on the shareholdings of the existing shareholders of the Company.

3. **DEFINITIONS**

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

"Board" the board of Directors

"Company" Mediwelcome Healthcare Management & Technology

Inc. (麥迪衛康健康醫療管理科技股份有限公司), a company incorporated under the laws of the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock

code: 2159)

"connected person(s)" has the same meaning as ascribed to it under the Listing

Rules

"Directors" the directors of the Company from time to time

"Grantees" grantees of the 15,170,000 RSUs granted by the Company

pursuant to the RSU Scheme on 25 June 2021, details of which are set out in the paragraph headed "2. Grant of

RSUs" in this announcement

"Group" the Company and its subsidiaries

"Listing Date" 19 January 2021, being the date of commencement of

dealings in the Shares on the Stock Exchange

"Listing Rules" The Rules Governing the Listing of Securities on The

Stock Exchange of Hong Kong Limited

"Prospectus" the prospectus dated 31 December 2020 issued by the

Company

"RSU Holding" GREAT INSIGHT GLOBAL LIMITED, a company

incorporated under the laws of the BVI with limited liability on 3 April 2019, wholly-owned by The Core Trust Company Limited, being the trustee for the purpose

of the RSU Scheme

"RSUs" restricted share units granted pursuant to the RSU Scheme

"RSU Scheme" the restricted share unit scheme adopted by the Company

on 18 September 2019, details of which are set out in the

Prospectus

"Share(s)" ordinary share(s) with a par value of HK\$0.00001 each in

the share capital of the Company

"Stock Exchange" The Stock Exchange of Hong Kong Limited

By Order of the Board Mediwelcome Healthcare Management & Technology Inc. Shi Wei

Chairman and Executive Director

Hong Kong, 30 June, 2021

As at the date of this announcement, the executive Directors are Mr. Shi Wei, Mr. Yang Weimin, Mr. Wang Liang, Mr. He Jiyong, Mr. Wang Wei and Mr. Sui Huijun; the non-executive Directors are Ms. Zhang Yitao and Mr. Liu Xia; and the independent non-executive Directors are Mr. Song Ruilin, Mr. Fei John Xiang, Mr. David Zheng Wang and Mr. Yang Xiaoxi.