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愛 帝 宮 母 嬰 健 康 股 份 有 限 公 司
AIDIGONG MATERNAL & CHILD HEALTH LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 286)

INSIDE INFORMATION ANNOUNCEMENT

This announcement is made by Aidigong Maternal & Child Health Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

BACKGROUND

Reference is made to the announcement of the Company dated 19 September 2024 (the “**Voluntary Announcement**”). Unless otherwise defined herein, capitalised terms shall have the same meaning as defined in the Voluntary Announcement.

As disclosed in the Voluntary Announcement, Guangdong Wanjia (a wholly-owned subsidiary of the Company) and ALMA Capital (the minority shareholder of Shenzhen Aidigong (a subsidiary of the Company)) jointly resolved in the shareholders’ meeting of Shenzhen Aidigong to change the legal representative of Shenzhen Aidigong from Ms. Zhu Yufei to Ms. Wang Aier (the “**Resolution**”).

UPDATE ON THE CHANGE OF LEGAL REPRESENTATIVE OF SHENZHEN AIDIGONG

On 27 August 2024, the Group has implemented the business registration procedures (“**Business Registration**”) regarding the change of legal representative of Shenzhen Aidigong to Ms. Wang Aier (the “**Change of Legal Representative**”) pursuant to the Resolution. As the registered company chop of Shenzhen Aidigong has been in Ms. Zhu Yufei’s possession, Shenzhen Aidigong has issued a letter to Ms. Zhu Yufei requesting the return of the registered company chop, business licence and relevant documents of Shenzhen Aidigong (the “**Relevant Company Assets**”) to the board of Shenzhen Aidigong. Ms. Zhu Yufei considered the Change of Legal Representative was invalid and therefore did not comply with the request of returning the Relevant Company Assets.

Since Shenzhen Aidigong was unable to duly apply the registered company chop to the application documents, which was required for completion of the Business Registration procedures, Shenzhen Administration for Market Regulation revoked the Business Registration on 6 December 2024 on the basis that Shenzhen Aidigong has not duly prepared the application documents for the Business Registration.

The Group has consulted its PRC legal adviser regarding the Change of Legal Representative and understands that, as Guangdong Wanjia and ALMA Capital, being the 100% shareholders of Shenzhen Aidigong, have jointly passed the Resolution, the Change of Legal Representative is valid.

In order to substantiate the validity of the Resolution and the Change of Legal Representative, Guangdong Wanjia and Shenzhen Aidigong initiated lawsuits at the Shenzhen Futian People’s Court to seek the confirmation on the validity of the Resolution and the Change of Legal Representative and an order that Ms. Zhu Yufei shall immediately return to board of Shenzhen Aidigong, among others, its registered company chop and other relevant documents (the “**Litigations**”). As at the date of this announcement, the Shenzhen Futian People’s Court has yet to draw any conclusions in relation to the Litigations.

Update on the Financial Review

As at the date of this announcement, the Group has appointed an independent professional third party to carry out the Financial Review. In view of the circumstances as disclosed above and the ongoing Litigations, the independent professional third party has faced difficulty in carrying out the Financial Review, while the Group has been focusing on initiating the preparation of the annual audit of the Company's consolidated financial statements for the year ended 31 December 2024. The Company will further assess whether the Financial Review is necessary upon the closing the Litigations.

The Company will make further announcement(s) to update the shareholders and potential investors of the Company when appropriate.

Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.

By Order of the Board
Aidigong Maternal & Child Health Limited
Wang Aier
Chairman

Hong Kong, 17 January 2025

As at the date of this announcement, the Board comprises Ms. Wang Aier, Mr. Lin Jiang, Mr. Li Runping and Ms. Meng Lijia as executive directors; Mr. Lee Kar Lung as non-executive director; and Mr. Lam Chi Wing, Mr. Wong Yiu Kit, Ernest and Mr. Shan Guoxin as independent non-executive directors.