

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

RESUMPTION GUIDANCE AND CONTINUED SUSPENSION OF TRADING

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 (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 19 September 2024, 17 January 2025 and 5 March 2025 (the “**Announcements**”) in relation to, among others, (i) the Change of Legal Representative; (ii) the alleged entrustment agreement; and (iii) the Suspected Dilution and Suspected Pledge (collectively, the “**Matters**”). Unless otherwise defined or the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the Announcements.

RESUMPTION GUIDANCE

On 12 March 2025, the Company received a letter from the Stock Exchange setting out the following resumption guidance (the “**Resumption Guidance**”) for the resumption of trading in shares of the Company:

- (a) conduct an independent forensic investigation into, among others, the Matters and other relevant allegations, assess the impact on the Company’s business operation and financial position, announce the findings and take appropriate remedial actions;
- (b) demonstrate that there is no reasonable regulatory concern about the integrity, competence and/or character of the Group’s management and/or any person with substantial influence over the Company’s management and operations, which may pose a risk to investors and damage market confidence;
- (c) conduct an independent internal control review and demonstrate that the Company has in place adequate internal control and procedures to comply with the Listing Rules;
- (d) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (e) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules; and
- (f) inform the market of all material information for the Company’s shareholders and investors to appraise the Company’s position.

The Stock Exchange may modify or supplement the Resumption Guidance if the Company’s situation changes. Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 20 August 2026. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange’s satisfaction and resume trading in its shares by 20 August 2026, the Listing Division of the Stock Exchange will recommend the Listing Committee to proceed with the cancellation of the Company’s listing. Under Rules 6.01 and 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period or to cancel the listing of the Company immediately, where appropriate.

The Company will make its best efforts to fulfill the conditions as set out in the Resumption Guidance, remedy the issues causing its trading suspension, fully comply with the Listing Rules to the Stock Exchange's satisfaction and will seek to resume trading in its shares as soon as possible.

The Company is required to announce quarterly updates on its business operations, its resumption plan, the progress of implementing its resumption plan and details of any material changes to the resumption plan and, in the case of delay, the reasons and impact of such delay, pursuant to Rule 13.24A of the Listing Rules. The first quarterly update is to be announced on or before 20 May 2025 and further quarterly updates will be announced every three months from that date until resumption or cancellation of listing (whichever is earlier).

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted since 9:54 a.m. on 21 February 2025 and will remain suspended until further notice.

The Company is taking necessary steps to comply with the Resumption Guidance and the relevant Listing Rules and will announce quarterly updates on its development of the resumption status pursuant to Rule 13.24A of the Listing Rules.

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

By Order of the Board
Aidigong Maternal & Child Health Limited
Wong Wing Cheung
Company Secretary

Hong Kong, 13 March 2025

As at the date of this announcement, the Board comprises Mr. Huang Wenhua, Mr. Lin Jiang, Mr. Li Runping and Ms. Meng Lijia as executive Directors; Mr. Lee Kar Lung as a non-executive Director; and Mr. Shan Guoxin, Mr. Choi Wai Hong, Clifford and Mr. Wang Bin as independent non-executive Directors.