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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)

**COMPLETION OF PLACING OF NEW SHARES UNDER
GENERAL MANDATE**

Placing Agent



萬海證券(香港)有限公司
WANHAI SECURITIES (HK) LIMITED

Wanhai Securities (HK) Limited

Reference is made to the announcement of Mediwelcome Healthcare Management & Technology Inc. dated 13 June 2025 in relation to the Placing (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as defined in the Announcement unless otherwise stated herein.

COMPLETION OF THE PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement had been fulfilled and Completion took place on 8 July 2025. An aggregate of 40,000,000 Placing Shares have been successfully placed by the Placing Agent at the Placing Price of HK\$0.40 per Placing Share pursuant to the terms and conditions of the Placing Agreement to not less than six Placees.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Placees are professional, institutional or other investors who and whose respective ultimate beneficial owners are third parties independent of and not connected with the Company and its connected persons. None of the Placees has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately upon completion of the Placing.

The 40,000,000 Placing Shares represent 20.0% of the existing issued share capital of the Company as at the date of this announcement immediately prior to Completion and approximately 16.67% of the issued share capital of the Company as enlarged by the Placing Shares.

The gross proceeds from the Placing will be approximately HK\$16 million and the net proceeds from the Placing (after deducting the placing commission for the Placing and other relevant expenses) will be approximately HK\$15.45 million. The Company intends to apply the net proceeds from the Placing for general working capital of the Group.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after Completion are as follows:

Shareholders	Immediately before Completion		Immediately upon Completion	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Ji Ze Investment Management Company Limited (<i>Note 1</i>)	40,651,000	20.33%	40,651,000	16.94%
Shun Jia Investment Management Company Limited (<i>Note 2</i>)	25,415,000	12.70%	25,415,000	10.59%
Tai Zhi Feng Investment Management Company Limited (<i>Note 3</i>)	12,038,000	6.02%	12,038,000	5.02%
He Hui Wan Yi Investment Management Company Limited (<i>Note 4</i>)	<u>25,415,000</u>	<u>12.70%</u>	<u>25,415,000</u>	<u>10.59%</u>
Sub-total (<i>Note 5</i>)	103,519,000	51.75%	103,519,000	43.14%
Great Insight Global Limited (<i>Note 6</i>)	20,000,000	10.00%	20,000,000	8.33%
Public Shareholder				
Deep Blue Fund SPC — Apollo SP (<i>Note 7</i>)	—	—	23,760,000	9.90%
Other Places	—	—	16,240,000	6.77%
Other public Shareholders	<u>76,481,000</u>	<u>38.25%</u>	<u>76,481,000</u>	<u>31.86%</u>
	<u>200,000,000</u>	<u>100.00%</u>	<u>240,000,000</u>	<u>100.00%</u>

Notes:

1. Ji Ze Investment Management Company Limited is wholly-owned by Mr. Shi Wei.
2. Shun Jia Investment Management Company Limited is wholly-owned by Mr. Yang Weimin.
3. Tai Zhi Feng Investment Management Company Limited, is wholly-owned by Mr. Wang Liang.
4. He Hui Wan Yi Investment Management Company Limited is wholly-owned by Ms. Zhang Yitao.

5. The Company's ultimate controlling shareholders, Mr. Shi Wei, Mr. Yang Weimin, Ms. Zhang Yitao and Mr. Wang Liang, are parties acting in concert. On 13 October 2019, they entered into written agreement to, among others, confirm their acting-in-concert arrangement. By virtue of the SFO, each controlling shareholder is deemed to be interested in the Shares beneficially owned by other controlling shareholders including the controlling shareholders' interest set out in notes 1 to 4 above.
6. The Core Trust Company Limited, as a trustee, holds 20,000,000 Shares on trust under the restricted share units scheme through Great Insight Global Limited (as nominee). The nominee is wholly-owned by TCT (BVI) Limited, which is in turn wholly-owned by The Core Trust Company Limited.
7. Deep Blue Fund SPC — Apollo SP, is a segregated portfolio of Deep Blue Fund SPC. Deep Blue Fund SPC is a segregated portfolio company incorporated in Cayman Islands operating as a private investment fund. Hong Kong International Capital Management Limited, a corporation licensed under the SFO permitted to engage in Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities, is appointed as the investment manager of Deep Blue Fund SPC — Apollo SP. Hong Kong International Capital Management Limited is wholly owned by Hong Kong Financial Services Holding Limited.

By order of the Board
Mediwelcome Healthcare Management & Technology Inc.
Shi Wei
Chairman and Executive Director

Hong Kong, 8 July 2025

As at the date of this announcement, the executive directors of the Company are Mr. Shi Wei, Mr. Yang Weimin, Mr. Wang Liang and Ms. Liu Guijin; the non-executive director of the Company is Mr. Liu Xia; and the independent non-executive directors of the Company are Mr. Song Ruilin, Mr. David Zheng Wang and Mr. Yang Xiaoxi.