



Wenzhou Kangning Hospital Co., Ltd.
溫州康寧醫院股份有限公司

(Stock Code: 2120)

PROPOSED AMENDMENTS TO THE ARTICLES

1. The proposed financial report for the year 2015 (including the audited financial statements)
2. The proposed final dividend distribution plan for the year 2015
3. The annual results announcement for the year 2015
4. The annual report for the year 2015
5. The proposed financial budget for the year 2016

6. The proposed appointment of independent auditors for the year 2016
7. The proposed appointment of Mr. GOT Chong Key Clevin as an independent non-executive director of the Company
8. The proposed plan to adjust the remuneration of the directors and the senior management members of the Company
9. The report on internal control and risk management assessment for the year 2015
10. The report of the Board for the year 2015
11. The report of the general manager of the Company for the year 2015
12. The proposed amendments to the articles of association of the Company (the “**Articles**”)

The Board proposed to amend article 12 of the Articles to comply with relevant rules and regulations on the business scope of companies with foreign investment, and articles 19 and 23 of the Articles to reflect the changes in the shareholding structure and the share capital of the Company as a result of the exercise of the Over-allotment Option (as defined in the Company’s prospectus dated November 10, 2015 (the “**Prospectus**”)).

13. The review of the compliance of the Non-Competition Agreement (as defined in the Prospectus) by the Controlling Shareholders (as defined in the Prospectus)
14. The proposed grant of a generate mandate to the Board to issue domestic shares and/or H shares of the Company to be put forward at the Company’s annual general meeting for the year 2015 (the “**AGM**”) for approval
15. The report of the independent non-executive directors of the Company for the year 2015
16. The proposed convening of the AGM

By order of the Board
Wenzhou Kangning Hospital Co., Ltd.
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 α $M . GUAN W$, $M . WANG L$, C $M . WANG H$;
 α $M . YANG Y$ α $M . HE X$;
 α $M . CHONG Y$ α K , $M . HUANG Z$ α
 $M . WONG R$ α F L .