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## **CLARITY MEDICAL GROUP HOLDING LIMITED**

### **清晰醫療集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1406)**

- (1) CHANGE OF EXECUTIVE DIRECTOR;**
- (2) RE-DESIGNATION OF DIRECTOR;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**
- (4) CHANGE OF COMPOSITION OF THE BOARD COMMITTEES**

The Board hereby announces the following changes effective from 30 June 2022:

- 1) Mr. Wong Tai Cheung Andrew has resigned as an executive Director and Authorised Representative and has ceased to act as the CEO. As it takes time to recruit the appropriate personnel, the Board has resolved to appoint Mr. Hui Yung Chris as the Authorised Representative and the CEO and has been re-designated from an independent non-executive Director to an executive Director and ceased to act as a member of each of the Audit Committee and the Remuneration Committee.
- 2) To fill the vacancy of the independent non-executive Director, Professor Lau Wan Yee Joseph has been appointed as an independent non-executive Director and a member of each of the Audit Committee and the Remuneration Committee.

With these changes, the Board is of the view that, after the departure of Mr. Wong Tai Cheung Andrew who had joined the Group for more than five years, the Group shall appoint a candidate who has extensive experience in the provision of private ophthalmic services to oversee the operation and facilitate the future development of the Group and as such the Board has invited Dr. Tse Wai Ip to join the Board as an executive Director.

The board (the “**Board**”) of directors (the “**Director**”) of Clarity Medical Group Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes to the composition of the Board with effect from 30 June 2022:

**(1) CHANGE OF EXECUTIVE DIRECTOR AND RESIGNATION OF THE AUTHORISED REPRESENTATIVE AND THE CEO**

**Resignation of Mr. Wong Tai Cheung Andrew as an executive Director, the Authorised Representative and the CEO**

The Board announces that Mr. Wong Tai Cheung Andrew (“**Mr. Wong**”) has tendered his resignation as an executive Director, authorised representative of the Company (the “**Authorised Representative**”) and the chief executive officer of the Company (the “**CEO**”) with effect from 30 June 2022 in order to devote more time on his other personal and business endeavours.

Mr. Wong has confirmed that there was no disagreement with the Board and there were no any other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wong for his valuable contribution to the Company during his tenure of office as the executive Director, the Authorised Representative and the CEO.

**Appointment of Dr. Tse Wai Ip as an executive Director**

The Board is pleased to announce that Dr. Tse Wai Ip (“**Dr. Tse**”) has been appointed as an executive Director with effect from 30 June 2022.

The biological details of Dr. Tse are set out below:

**Dr. Tse**, aged 53, is the founder of the Group. Dr. Tse has accumulated over 20 years of medical practising experience. Dr. Tse graduated from the Chinese University of Hong Kong with a degree of bachelor of medicine and bachelor of surgery (M.B., Ch.B.) in December 1993. Dr. Tse became a fellow of the Royal College of Surgeons of Edinburgh in June 1999, a fellow of the Hong Kong Academy of Medicine in the specialty of Ophthalmology in December 2002 and a fellow of the College of Ophthalmologists of Hong Kong in May 2003, respectively. Upon his graduation from the Chinese University of Hong Kong, Dr. Tse had been employed by the Hospital Authority as a house officer in 1994, and a medical officer from January 1995 to November 2003 and became a private practice ophthalmologist thereafter. Dr. Tse founded the Group in August 2005 and has been practising as an ophthalmologist for the Group until October 2019 where he left the Group due to health conditions. He rejoined the Group in April 2022 as a medical practitioner. He has been a Registered Medical Practitioner in Hong Kong since August 1995 and a specialist in ophthalmology in Hong Kong since April 2003. Dr. Tse obtained a

qualification licence for his medical profession in the PRC in December 2013 and registered his place of practising and his scope of profession with the public health administrative authority of the PRC in January 2014. Dr. Tse is also pursuing a Doctor of Public Health degree from Johns Hopkins University.

Pursuant to the service contract entered into between the Company and Dr. Tse, Dr. Tse is appointed as an executive Director for an initial term of three years commencing from 30 June 2022, provided that either party may terminate the service contract by three months' notice. The term of service of Dr. Tse is subject to retirement by rotation in accordance with the articles of association of the Company as amended from time to time (the "**Articles**") and the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). Dr. Tse is entitled to receive a fixed director's remuneration of HK\$400,000 per annum and a discretionary bonus of up to HK\$1,600,000 per annum subject to performance requirement, which was recommended by the remuneration committee of the Company ("**Remuneration Committee**") and determined by the Board, with reference to his responsibilities, experience and market rate of director's remuneration of listed companies of comparable size of operation.

As at the date of this announcement, Dr. Tse, through his wholly owned subsidiary Ultimate Bliss Limited (a substantial shareholder of the Company), is interested 107,005,880 shares of the Company, representing approximately 20.53% of issued share capital of the Company.

Save as disclosed above, Dr. Tse (i) did not hold any directorship in other listed companies during the past three years; (ii) does not hold any position of the Company or any of its subsidiaries; (iii) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders (as defined under the Listing Rules) of the Company; and (iv) does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (the "**SFO**") as at the date of the announcement.

Save as disclosed above, neither is there any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment of Dr. Tse that needs to be brought to the attention of the shareholders of the Company.

The Company would like to express its warmest welcome to Dr. Tse in joining the Board.

## (2) RE-DESIGNATION OF DIRECTOR AND APPOINTMENT OF THE AUTHORISED REPRESENTATIVE AND THE CEO

The Board announces that Mr. Hui Yung Chris (“**Mr. Hui**”) has been re-designated from an independent non-executive Director to an executive Director and appointed as the Authorised Representative and the CEO with effect from 30 June 2022.

The biological details of Mr. Hui are set out below:

**Mr. Hui**, aged 53, joined our Group on 29 March 2022 and had been appointed as an independent non-executive Director on the same day.

He obtained a bachelor’s degree in Business Administration from the Chinese University of Hong Kong in July 1991.

He has more than 22 years of experience in investment and capital markets. He is currently the executive director of Hong Kong Taikuk (China) Group Limited. He has served as an external supervisor for China Bohai Bank Co., Ltd. (a company listed on the Stock Exchange: 9668) since December 2019. He served as the secretary of the board of directors of Wanda Commercial Properties Company Limited (“**WCP**”) (萬達商業地產股份有限公司) from September 2015 to February 2019. He also served as a non-executive director of Wanda Hotel Development Company Limited (萬達酒店發展有限公司), which is a subsidiary of WCP and is listed on the Main Board of the Stock Exchange (stock code: 169), from November 2017 to February 2019. Prior to joining WCP, Mr. Hui served as a founding partner of J&Partners GP Limited from December 2011 to September 2015. From July 2001 to July 2010, he worked at Barclays Investment Bank where he served as a managing director of Investment Banking Division. He also served as a director of New China Trust Co., Ltd. (新華信託股份有限公司) from November 2009 to October 2010, a director of Deutsche Bank and head of multinational corporations and department of structural finance products in Asia Pacific from March 1996 to July 2001, and a vice president of the Debt Markets of Merrill Lynch (Asia Pacific) Limited from May 1994 to February 1996.

Pursuant to the service contract entered into between the Company and Mr. Hui, Mr. Hui is appointed as an executive Director for an initial term of one year commencing from 30 June 2022, provided that either party may terminate the service contract by one month’s notice. The term of service of Mr. Hui is subject to retirement by rotation in accordance with the Articles and the Listing Rules. Mr. Hui is entitled to receive a fixed remuneration of HK\$100,000 per month, award of options and/or awards under the rules of any share option scheme or share award scheme adopted by the Company from time to time and a performance bonus to be determined by the Remuneration Committee with reference to the operating results and development of the Group and the performance of Mr. Hui. Mr. Hui’s

emolument was determined with reference to his responsibilities, experience and market rate of director's remuneration of listed companies of comparable size of operation.

Save as disclosed above, Mr. Hui (i) did not hold any directorship in other listed companies during the past three years; (ii) does not hold any position of the Company or any of its subsidiaries; (iii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined under Listing Rules) of the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of SFO as at the date of the announcement.

Save as disclosed above, neither is there any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment of Mr. Hui that needs to be brought to the attention of the shareholders of the Company.

### (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Professor Lau Wan Yee Joseph (“**Professor Lau**”) has been appointed as an independent non-executive Director with effect from 30 June 2022.

The biological details of Professor Lau are set out below:

**Professor Lau**, aged 75, an expert on hepato-pancreato-biliary surgery and an academician of the Chinese Academy of Sciences, is the founding master of Lee Woo Sing College and Research Professor at the Faculty of Medicine and Emeritus Professor at the Department of Surgery of The Chinese University of Hong Kong, current chairman of the Medical Council of Hong Kong, past president of the International Hepato-Pancreato-Biliary Association and Asian-Pacific Hepato-Pancreato-Biliary Association.

Professor Lau obtained bachelor's degrees in medicine and surgery from the University of Hong Kong in Hong Kong in 1972 and was conferred a degree of doctor of medicine from the Chinese University of Hong Kong in Hong Kong in December 1995.

Professor Lau has been an independent non-executive director of NISI (HK) Limited, a company that specializes in noninvasive surgical innovations, since February 2017. Professor Lau has also been an independent non-executive director of Venus Medtech (Hangzhou) Inc. (杭州啓明醫療器械股份有限公司) (a company listed on the Stock Exchange: 2500) since December 2019 and an independent non-executive director of Broncus Holdings Corporation (堃博医疗控股有限公司) (a company listed on the Stock Exchange: 2216) since September 2021.

Professor Lau is active both at the international and local surgical scene and holds many key positions in government and professional organizations. He has been the chairman of the Medical Council of Hong Kong since March 2012. He was president of the International Hepato-Pancreato-Biliary Association from April 2002 to 2004. He was elected as an academician of the Chinese Academy of Sciences in 2003, and was awarded Honorary Fellow of Royal Australasian College of Surgeons in October 2003. He was president of Asian-Pacific Hepato-Pancreato-Biliary Association from 2009 to 2011, and was awarded Honorary Fellow of College of Surgeons of Hong Kong in 2011.

Professor Lau was awarded the Wu Jieping Medical Prize in September 2012 for his momentous lifetime contributions to the global medical field and the Silver Bauhinia Star (SBS) in 2013 for his distinguished service to Hong Kong.

Pursuant to the service contract entered into between the Company and Professor Lau, Professor Lau is appointed as an independent non-executive Director for an initial term of three years commencing from 30 June 2022. The term of service of Professor Lau is subject to retirement by rotation in accordance with the Articles and the Listing Rules. Professor Lau is entitled to receive a fixed director's remuneration of HK\$600,000 per annum, which was recommended by the Remuneration Committee and determined by the Board, with reference to his responsibilities, experience and market rate of director's remuneration of listed companies of comparable size of operation.

Save as disclosed above, Professor Lau (i) did not hold any other directorship in other listed companies during the past three years; (ii) does not hold any position of the Company or any of its subsidiaries; (iii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined under Listing Rules) of the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of SFO as at the date of the announcement.

Professor Lau has confirmed that he has met the independence criteria set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, neither is there any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to the appointment of Professor Lau that needs to be brought to the attention of the shareholders of the Company..

The Company would like to express its warmest welcome to Professor Lau in joining the Board.

#### **(4) CHANGE OF COMPOSITION OF THE BOARD COMMITTEES**

Following Mr. Hui's designation from an independent non-executive Director to an executive Director, he has also resigned as a member of each of the audit committee of the Company (the "**Audit Committee**") and the Remuneration Committee with effect from 30 June 2022.

Professor Lau has been appointed by the Board as a member of each of the Audit Committee and Remuneration Committee with effect from 30 June 2022.

By order of the Board  
**Clarity Medical Group Holding Limited**  
**WU Ting Yuk Anthony**  
*Non-Executive Director and Chairman*

Hong Kong, 30 June 2022

*As at the date of this announcement, the Board comprises Mr. HUI Yung Chris, Dr. TSE Wai Ip and Mr. LO Tsz Hong as executive Directors, Mr. WU Ting Yuk Anthony as Chairman and non-executive Director, Mr. NG Roy and Ms. ZHAO Wei as non-executive Directors and Mr. LI Michael Hankin, Professor LAU Wan Yee Joseph and Mr. MA Wai Hung Vincent as independent non-executive Directors.*