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HAIER HEALTHWISE HOLDINGS LIMITED

海爾智能健康控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 348)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of Haier Healthwise Holdings Limited (the “**Company**”) will be held at Units 11-14, 1/F, Houston Centre, 63 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong on Thursday, 15 December 2016 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions:

SPECIAL RESOLUTION

1. “**THAT**

- (a) subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the present English name of the Company be and is hereby changed from “Haier Healthwise Holdings Limited” to “China Healthwise Holdings Limited” with the present Chinese name of the Company changing from “海爾智能健康控股有限公司” to “中國智能健康控股有限公司”; and
- (b) any one of the directors of the Company be and is hereby authorised to do all such acts and things and execute all such documents as he or she may consider necessary, desirable or expedient to effect and implement the aforesaid change of name of the Company and to attend to any necessary registration and/or filing for and on behalf of the Company.”

ORDINARY RESOLUTIONS

- 2. (a) To re-elect Mr. Lei Hong Wai as executive director;
- (b) To re-elect Mr. Hu Yebi as executive director;
- (c) To re-elect Mr. Cheung Kwok Wai Elton as executive director;
- (d) To re-elect Mr. Wong Tak Chuen as independent non-executive director;
- (e) To re-elect Mr. Lai Hok Lim as independent non-executive director;

- (f) To re-elect Mr. Lien Wai Hung as independent non-executive director; and
- (g) To authorise the board of directors to fix the remuneration of the respective directors.

By order of the Board
Haier Healthwise Holdings Limited
Lei Hong Wai
Chairman and Executive Director

Hong Kong, 22 November 2016

Notes:

1. All resolutions at the EGM will be taken by poll pursuant to the Company's articles of association and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the Listing Rules.
2. The register of members of the Company will be closed from Monday, 12 December 2016 to Thursday, 15 December 2016 (both dates inclusive), during which period no transfer of shares of the Company will be effected.
3. In order to qualify for the attendance and voting at the EGM, all transfers accompanied by the relevant shares certificates for registration must be lodged with the Company's branch share registrar in Hong Kong, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Friday, 9 December 2016.
4. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies (who must be an individual or individuals) to attend and vote instead of him. A proxy need not be a member of the Company.
5. To be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority must be delivered to the Company's branch share registrar in Hong Kong, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and in such events, the instrument appointing a proxy shall be deemed to have been revoked.
6. The existing board of directors of the Company comprises five executive directors, namely, Mr. Lei Hong Wai, Mr. Hu Yebi, Mr. Cheung Kwok Wai Elton, Mr. Leung Lun, *M.H.* and Ms. Fang Fang, one non-executive director, Mr. Diao Yunfeng, and three independent non-executive directors, namely, Mr. Wong Tak Chuen, Mr. Lai Hok Lim and Mr. Lien Wai Hung.
7. The translation of this notice into Chinese language is for reference only. In case of any inconsistency, the English version shall prevail.