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UMP HEALTHCARE HOLDINGS LIMITED

聯合醫務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 722)

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

Reference is made to the prospectus of the Company dated 17 November 2015 in respect of the Continuing Connected Transaction Agreements. Reference is also made to the announcement of the Company dated 6 September 2018 in respect of the Existing Continuing Connected Transaction Agreements.

As the Existing Continuing Connected Transaction Agreements and the First Consultancy Renewal Agreement with Dr. Michael Sun expired on 30 June 2021, the Company entered into the New Continuing Connected Transaction Agreements for a term up to 30 June 2023 and 30 June 2024 (as the case may be).

Given that the applicable percentage ratios under the Listing Rules for the transactions under each of the New Continuing Connected Transaction Agreements on an annual basis is more than 0.1% but less than 5%, the transactions contemplated thereunder will be exempt from the independent shareholders' approval requirement but subject to the reporting and announcement requirements under Rule 14A.76 of the Listing Rules.

RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

Reference is made to the prospectus of the Company dated 17 November 2015 in respect of the Continuing Connected Transaction Agreements. Reference is also made to the announcement of the Company dated 6 September 2018 in respect of the Existing Continuing Connected Transaction Agreements. As the Existing Continuing Connected Transaction Agreements and the First Consultancy Renewal Agreement with Dr. Michael Sun expired on 30 June 2021, the Company entered into the New Continuing Connected Transactions Agreements for a term commencing on 1 July 2021 and ending on 30 June 2023 and 30 June 2024 (as the case may be) and the proposed financial caps thereof for the three financial years ending on 30 June 2024 are set out in this announcement.

(A) Second Property Leasing Framework Renewal Agreement

Background

The Company entered into the Property Leasing Framework Agreement with Rich Point on 13 November 2015, and further entered into the First Property Leasing Framework Renewal Agreement with Rich Point on 6 September 2018 in order to regulate the lease arrangements between the Group and the Rich Point Group, and pursuant to which the Group leased properties from the Rich Point Group for the purposes of operating medical centres and warehouses.

Rich Point is principally engaged as a property investment holding company.

The Group intends to continue leasing the properties leased from the Rich Point Group after the expiry of the First Property Leasing Framework Renewal Agreement. On 23 September 2021, the Company entered into the Second Property Leasing Framework Renewal Agreement with Rich Point in respect of the Convention Plaza Property for a term up to 30 June 2023 and the Other Rich Point Properties for a term up to 30 June 2024. The following table sets out the principal terms of the lease agreements as of the date of this announcement:

Commencement date of lease	Location of property	Term	Floor area	Monthly rental	Use property
1 July 2021	Room 1109, 11/F, Office Tower, Convention Plaza, No 1, Harbour Road, Hong Kong	Two years	1,984 sq. ft.	HK\$110,000	Medical centre
<hr/>					
(the "Convention Plaza Property")					
1 July 2021	Partial of 13/F, No. 22 Yee Wo Street, Hong Kong	Three years	555 sq. ft.	HK\$14,430	Medical centre – physiotherapy centre
1 July 2021	Unit No. 1901D on 19/F, East Point Centre, No. 555 Hennessy Road, Hong Kong	Three years	2,542 sq. ft.	HK\$135,997	Medical centre – imaging centre
1 July 2021	Unit No. 1 on 10/F, Wing On Plaza, No. 62 Mody Road, Kowloon, Hong Kong	Three years	2,015 sq. ft.	HK\$74,555	Medical centre
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(the "Other Rich Point Properties")					

Details of the Second Property Leasing Framework Renewal Agreement are set out below:

Date:	23 September 2021
Parties:	(1) the Company (2) Rich Point
Nature of transaction:	Pursuant to the Second Property Leasing Framework Renewal Agreement, the relevant Group member and the relevant Rich Point Group member shall enter into individual agreements with respect to the relevant leased properties, which will prescribe specific terms and conditions of the leasing arrangements, including rental amount, payment method and other relevant terms.
Term (for the Convention Plaza Property):	Two years from 1 July 2021 to 30 June 2023, both days inclusive, and may be renewed by mutual consent of the parties.
Term (for the Other Rich Point Properties):	Three years from 1 July 2021 to 30 June 2024, both days inclusive, and may be renewed by mutual consent of the parties.

Pricing policy:

The annual rent for the properties to be leased under the Second Property Leasing Framework Renewal Agreement shall be determined by the relevant parties through arm's length negotiation and on normal commercial terms, by reference to (i) the historical rent paid for the properties and (ii) the prevailing market price of properties with comparable size and quality situated in the same locality. The annual rent for the properties shall be no less favourable than the rental amounts offered by independent landlords or lessors of comparable premises. To facilitate the Group in determining the prevailing market price, the Group will consider the rental amounts of comparable premises and will also monitor the movement of market price from time to time. The prevailing market prices and benchmark price information will be obtained through the market or from independent property agents, landlords or lessors. The relevant department of the Group would consider at least two comparable properties offered by an independent landlords or lessors during the same period where applicable, and report to the senior management accordingly. In the absence of any comparable property, the Group will conduct market research on the open market where applicable.

Historical figures, Existing Annual Caps and Proposed Annual Caps

The table below sets out the historical figures and the Existing Annual Caps under the First Property Leasing Framework Renewal Agreement and the Proposed Annual Caps under the Second Property Leasing Framework Renewal Agreement.

Year ended 30 June 2019		Year ended 30 June 2020		Year ended 30 June 2021		Month ended 31 July 2021	Year ending 30 June 2022	Year ending 30 June 2023	Year ending 30 June 2024
Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Actual amount	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)
4,300	4,180	4,300	3,877	4,500	4,173	335	4,500	4,500	4,600

The Proposed Annual Caps under the Second Property Leasing Framework Renewal Agreement were determined with reference to (i) the annual rent paid by the Group in respect of the property leasing arrangements under the First Property Leasing Framework Renewal Agreement; (ii) the expected renewals of all the existing leasing arrangements at substantially the same rental amount (save for the expected increase of the rental amount for a lease as described below); (iii) the prevailing market price of properties with comparable size and quality situated in the same locality; and (iv) the potential increase of approximately 15% in annual rent for the Convention Plaza Property that will be renewed upon expiration of the existing lease term on 30 June 2023.

The Directors (including the INEDs) are of the view that the Proposed Annual Caps under the Second Property Leasing Framework Renewal Agreement are fair and reasonable.

Reasons for the transaction

In order to maintain its business operations and satisfy its business needs, the Group has historically leased certain properties from the Rich Point Group which were used to operate medical centres and warehouses during the term of the Property Leasing Framework Agreement and the First Property Leasing Framework Renewal Agreement. Any relocation of the relevant medical centres operating under such leases will cause unnecessary disruptions to the operations of the Group and incur unnecessary costs. The annual rent of the existing leasing arrangements were determined after arm's length negotiations between the parties thereto with reference to the prevailing market rates in respect of same or similar properties in the locality.

The Directors (including the INEDs) consider that the terms of the transactions contemplated by the Second Property Leasing Framework Renewal Agreement are fair and reasonable and in the interests of the Company and the Company's shareholders as a whole.

Listing Rule Implications

Dr. Sun is an executive Director and Controlling Shareholder. Therefore Dr. Sun and his associates are connected persons of the Company pursuant to Rule 14A.07(1) of the Listing Rules. As Rich Point is a company in which Dr. Sun holds 30% or more interest, Rich Point and its subsidiaries are connected persons of the Company by virtue of them being associates of Dr. Sun pursuant to Rule 14A.12(1) (c) of the Listing Rules. Therefore, the transactions contemplated under the Second Property Leasing Framework Renewal Agreement will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

(B) Second Consultancy Renewal Agreement with Dr. Patrick Lee

Background

The Company entered into the Consultancy Agreement with Dr. Patrick Lee on 13 November 2015, and further entered into the First Consultancy Renewal Agreement with Dr. Patrick Lee on 6 September 2018 to regulate the consultancy relationship between the Group and Dr. Patrick Lee for the provision of dental services by Dr. Patrick Lee to the Group.

The Company intends to continue engaging Dr. Patrick Lee as a consultant after the expiry of the First Consultancy Renewal Agreement with Dr. Patrick Lee. On 23 September 2021, the Company entered into the Second Consultancy Renewal Agreement with Dr. Patrick Lee for a term up to 30 June 2024.

Details of the Second Consultancy Renewal Agreement with Dr. Patrick Lee are set out below:

Date:	23 September 2021
Parties:	(1) the Company (2) Dr. Patrick Lee
Nature of transaction:	Pursuant to the Second Consultancy Renewal Agreement with Dr. Patrick Lee, Dr. Patrick Lee shall provide dental services to the Group.
Term:	Three years from 1 July 2021 to 30 June 2024, both days inclusive, and may be renewed by mutual consent of the parties.

Pricing policy:

The consultancy fees payable under the Second Consultancy Renewal Agreement with Dr. Patrick Lee shall be determined by the parties through arm's length negotiation and on normal commercial terms, based on the scope of services rendered by Dr. Patrick Lee and with reference to the fees charged by at least two other independent consultants of similar expertise and experience with similar role, scope of services and responsibilities under similar circumstances to ensure that the terms are no less favourable to the Group than terms which the relevant member of the Group could obtain from independent consultants. The prevailing market prices and benchmark price information will be obtained through the market or third party independent consultants. The relevant department of the Group would consider the fees charged by at least two other independent consultants having similar expertise and experience for similar role, scope of services and responsibilities under similar circumstances during the same period where applicable, and report to senior management accordingly. In the absence of any comparable arrangement, the Group will conduct market research on the open market where applicable.

Historical figures, Existing Annual Caps and Proposed Annual Caps

The table below sets out the historical figures and the Existing Annual Caps under the First Consultancy Renewal Agreement with Dr. Patrick Lee and the Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Patrick Lee.

Year ended 30 June 2019		Year ended 30 June 2020		Year ended 30 June 2021		Month ended 31 July 2021	Year ending 30 June 2022	Year ending 30 June 2023	Year ending 30 June 2024
Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Actual amount	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)
6,000	4,510	6,500	4,394	7,000	4,137	353	7,400	7,800	8,200

The Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Patrick Lee were determined with reference to (i) the historical and agreed consultancy fees payable by the Group to Dr. Patrick Lee under the Consultancy Agreement with Dr. Patrick Lee and the First Consultancy Renewal Agreement with Dr. Patrick Lee; (ii) the expected expansion of the Group's business and hence the expected increase in patients, which would require additional professional support on dental services; and (iii) the expected increase in consultancy fees due to general cost inflation and the increase in demand for dental services.

The Directors (including the INEDs) are of the view that the Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Patrick Lee are fair and reasonable.

Reasons for the transaction

The Group requires consultancy services from dentists for its business operation. Given it is expected that the fees to be charged by Dr. Patrick Lee are no less favourable than those which the relevant members of the Group could obtain from independent consultants of similar expertise and experience for similar role, scope of services and responsibilities under similar circumstances, the Directors (including the INEDs) consider that the terms of the transactions contemplated by the Second Consultancy Renewal Agreement with Dr. Patrick Lee are fair and reasonable and in the interests of the Company and the Company's shareholders as a whole.

Listing Rule Implications

Dr. Patrick Lee is an executive Director and is therefore a connected person of the Company pursuant to Rule 14A.07(1) of the Listing Rules. Therefore, the transactions contemplated under the Second Consultancy Renewal Agreement with Dr. Patrick Lee will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

(C) Second Medical Services Framework Renewal Agreement

Background

The Company entered into the Medical Services Framework Agreement with CTFE on 13 November 2015, and further entered into the First Medical Services Framework Renewal Agreement on 6 September 2018 to regulate the provision of medical, dental and auxiliary services to the employees of CTFE and its associates.

CTFE is principally engaged in investment holding.

The Group intends to continue providing medical, dental and auxiliary services to the employees of CTFE and its associates after the expiry of the First Medical Services Framework Renewal Agreement. On 23 September 2021, the Company entered into the Second Medical Services Framework Renewal Agreement for a term up to 30 June 2024.

Details of the Second Medical Services Framework Renewal Agreement are set out below:

Date:	23 September 2021
Parties:	(1) the Company (2) CTFE
Nature of transaction:	Pursuant to the Second Medical Services Framework Renewal Agreement: (a) the Group shall provide medical, dental and auxiliary services to the employees of CTFE and its associates; and (b) the relevant members of the Group shall enter into individual agreements which prescribe specific terms and conditions, including scope of medical services, service amount, payment method and other terms.
Term:	Three years from 1 July 2021 to 30 June 2024, both days inclusive, and may be renewed by mutual consent of the parties.

Pricing policy:

The service fees will be determined by the parties through arm's length negotiation and on normal commercial terms, and at a price which is not more favourable to CTFE than the price at which the Group provides similar services to independent third parties having regard to the scope and terms of the services provided, and with reference to the historical service fees paid for medical services and the prevailing price of medical services offered by the Group to other customers with a similar scope of service.

The prevailing market prices and benchmark price information will be obtained through the market or third party customers. In particular, where appropriate, the relevant department of the Group will consider at least two comparable transactions with independent third party customers during the same period, and report to senior management accordingly. In the absence of any comparable transaction, the Group will conduct market research on the open market where applicable.

Historical figures, Existing Annual Caps and Proposed Annual Caps

The table below sets out the historical figures and the Existing Annual Caps under the First Medical Services Framework Renewal Agreement and the Proposed Annual Caps under the Second Medical Services Framework Renewal Agreement.

Year ended 30 June 2019		Year ended 30 June 2020		Year ended 30 June 2021		Month ended 31 July 2021	Year ending 30 June 2022	Year ending 30 June 2023	Year ending 30 June 2024
Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Annual cap (HKD'000)	Actual amount	Actual amount	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)	Proposed annual cap (HKD'000)
<u>27,000</u>	<u>17,649</u>	<u>28,000</u>	<u>20,421</u>	<u>29,000</u>	<u>17,497</u>	<u>1,251</u>	<u>30,000</u>	<u>31,000</u>	<u>32,000</u>

In arriving at these Proposed Annual Caps, the Group has taken into account the historical service fees payable by CTFE to the Group under the Medical Services Framework Agreement and the First Medical Services Framework Renewal Agreement. In addition, the Group has taken into account a variety of growth factors including, in particular, (i) the Group's expanding clinical network; and (ii) the expected increase in the number of employees of CTFE and its associates in Hong Kong and the PRC as a result of CTFE's continuous growth.

The Directors (including the INEDs) are of the view that the Proposed Annual Caps under the Second Medical Services Framework Renewal Agreement are fair and reasonable.

Reasons for the transaction

The Group has been providing medical, dental and auxiliary services to the employees of CTFE and its associates. The service fees payable during the service period are determined by the relevant parties through arm's length negotiation and on normal commercial terms and with reference to the historical service fees paid for medical services and the prevailing price of medical services offered by the Group to other customers with a similar scope of service.

The Directors (including the INEDs) consider that the terms of the transactions contemplated by the Second Medical Services Framework Renewal Agreement are fair and reasonable and in the interests of the Company and the Company's shareholders as a whole.

Listing Rule Implications

CTFE is a substantial shareholder of the Company and is therefore a connected person of the Company pursuant to Rule 14A.07(1) of the Listing Rules. Therefore, the transactions contemplated under the Second Medical Services Framework Renewal Agreement will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

(D) Second Consultancy Renewal Agreement with Dr. Michael Sun

Background

The Company entered into the Consultancy Agreement with Dr. Michael Sun on 13 November 2015, and further entered into the First Consultancy Renewal Agreement with Dr. Michael Sun on 6 September 2018 to regulate the consultancy relationship between the Group and Dr. Michael Sun for the provision of radiologist services by Dr. Michael Sun to the Group.

The Company intends to continue engaging Dr. Michael Sun as a consultant after the expiry of the First Consultancy Renewal Agreement with Dr. Michael Sun. On 23 September 2021, the Company entered into the Second Consultancy Renewal Agreement with Dr. Michael Sun for a term up to 30 June 2024.

Details of the Second Consultancy Renewal Agreement with Dr. Michael Sun are set out below:

Date:	23 September 2021
Parties:	(1) the Company (2) Dr. Michael Sun
Nature of transaction:	Pursuant to the Second Consultancy Renewal Agreement with Dr. Michael Sun, Dr. Michael Sun shall provide radiologist services to the Group.
Term:	Three years from 1 July 2021 to 30 June 2024, both days inclusive, and may be renewed by mutual consent of the parties.
Pricing policy:	The consultancy fees payable under the Second Consultancy Renewal Agreement with Dr. Michael Sun, shall be determined by the parties through arm’s length negotiation and on normal commercial terms and based on the scope of services rendered by Dr. Michael Sun and with reference to the fees charged by independent consultants of similar expertise, experience and reputation with similar role, scope of services and responsibilities under similar circumstances to ensure that the terms are no less favourable to the Group than terms available by independent consultants.

Historical figures and Proposed Annual Caps

The table below sets out the historical figures and the Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Michael Sun.

Year ended 30 June 2019	Year ended 30 June 2020	Year ended 30 June 2021	Month ended 31 July 2021	Year ending 30 June 2022	Year ending 30 June 2023	Year ending 30 June 2024
Actual amount	Actual amount	Actual amount	Actual amount	Proposed annual cap	Proposed annual cap	Proposed annual cap
<i>(HKD'000)</i>	<i>(HKD'000)</i>	<i>(HKD'000)</i>	<i>(HKD'000)</i>	<i>(HKD'000)</i>	<i>(HKD'000)</i>	<i>(HKD'000)</i>
2,122	1,508	2,803	551	6,700	7,500	8,300

The Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Michael Sun were determined with reference to (i) the historical and agreed consultancy fees payable by the Group to Dr. Michael Sun under the Consultancy Agreement with Dr. Michael Sun and the First Consultancy Renewal Agreement with Dr. Michael Sun; (ii) the expected expansion of the Group's business and hence the expected increase in patients, which would require additional professional support on radiologist services; and (iii) the expected increase in consultancy fees due to general cost inflation and the increase in demand for radiologist services.

The Directors (including the INEDs) are of the view that the Proposed Annual Caps under the Second Consultancy Renewal Agreement with Dr. Michael Sun are fair and reasonable.

Reasons for the transactions

The Group requires consultancy services from doctors for its business operation. Given it is expected that the fees to be charged by Dr. Michael Sun are not less favourable than those which the relevant members of the Group could obtain from independent consultants of similar expertise, experience and reputation for similar role, scope of services and responsibilities under similar circumstances, the Directors (including the INEDs) consider that the terms of the transactions contemplated by the Second Consultancy Renewal Agreement with Dr. Michael Sun are fair and reasonable and in the interests of the Company and the Company's shareholders as a whole.

Listing Rule Implications

Dr. Michael Sun is an executive Director and is therefore a connected person of the Company pursuant to Rule 14A.07(1) of the Listing Rules. Therefore, the transactions contemplated under the Second Consultancy Renewal Agreement with Dr. Michael Sun will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

GENERAL

The Company is an investment holding company. The Group is principally engaged in the provision of healthcare services, which include corporate healthcare solution services, medical and dental services, medical imaging and laboratory services, healthcare and hospital management services, and other auxiliary medical services.

As each of the applicable percentage ratios (other than the profit ratio) under Chapter 14A of the Listing Rules for the transactions under each of the New Continuing Connected Transaction Agreements (namely, the Second Property Leasing Framework Renewal Agreement, the Second Consultancy Renewal Agreement with Dr. Patrick Lee, the Second Medical Services Framework Renewal Agreement and the Second Consultancy Renewal Agreement with Dr. Michael Sun) on an annual basis is more than 0.1% but less than 5%, the transactions contemplated thereunder will be subject to compliance with the annual review, reporting and announcement requirements by the Company under Rule 14A.76 of the Listing Rules but exempted from the circular and the independent shareholders' approval requirements. The amount of each of (i) the aggregate rents payable by the Group for the leases with the Rich Point Group; (ii) the consultancy fees payable by the Group for the dental services from Dr. Patrick Lee to the Group; (iii) the service fees payable by CTFE and its associates to the Group; and (iv) the consultancy fees payable by the Group for the radiologist services from Dr. Michael Sun to the Group, during the period from 1 July 2021 to the date of this announcement does not exceed HK\$3,000,000 and none of the applicable percentage ratios (other than the profit ratio) under Chapter 14A of the Listing Rules in respect of each of such amount exceeds 5%.

The Directors (including the INEDs) consider that the transactions contemplated under each of the New Continuing Connected Transaction Agreements are conducted on normal commercial terms and are fair and reasonable and in the interest of the Company and the Shareholders as a whole. Dr. Sun, Dr. Patrick Lee, Mr. Tsang On Yip, Patrick and Dr. Michael Sun, each being an executive Director, have abstained from voting on the relevant Board resolution approving the relevant New Continuing Connected Transaction Agreement(s) and the annual caps therefor as they have material interests in the relevant New Continuing Connected Transaction Agreement(s).

DEFINITIONS

In this announcement, unless otherwise indicated or the context otherwise requires, the following expressions shall have the following meanings:

“Company”	UMP Healthcare Holdings Limited (stock code: 722), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Stock Exchange
“connected person”	has the meaning ascribed to it under the Listing Rules
“Consultancy Renewal Agreement with Dr. Michael Sun”	the consultancy agreement dated 13 November 2015 entered into between the Company and Dr. Michael Sun
“Consultancy Agreement with Dr. Patrick Lee”	the consultancy agreement dated 13 November 2015 entered into between the Company and Dr. Patrick Lee
“Continuing Connected Transaction Agreements”	the Property Leasing Framework Agreement, the Consultancy Agreement with Dr. Patrick Lee, the Medical Services Framework Agreement and the Consultancy Agreement with Dr. Michael Sun
“Controlling Shareholder”	has the meaning ascribed to it under the Listing Rules
“Convention Plaza Property”	the property located at Room 1109, 11/F, Office Tower, Convention Plaza, No. 1, Harbour Road, Hong Kong
“CTFE”	Chow Tai Fook Enterprises Limited, a company incorporated with limited liability in Hong Kong and a substantial shareholder of the Company
“Director(s)”	the director(s) of the Company
“Dr. Michael Sun”	Dr. Sun Man Kin, Michael, an executive Director
“Dr. Patrick Lee”	Dr. Lee Pak Cheung, Patrick, an executive Director
“Dr. Sun”	Dr. Sun Yiu Kwong, the Chairman of the Board, the Chief Executive Officer of the Company, an executive Director and a Controlling Shareholder
“Existing Annual Caps”	the annual caps for the Existing Continuing Connected Transaction Agreements for the three years ending 30 June 2021

“Existing Continuing Connected Transaction Agreements”	the First Property Leasing Framework Renewal Agreement, the First Consultancy Renewal Agreement with Dr. Patrick Lee and the First Medical Services Framework Renewal Agreement
“First Consultancy Renewal Agreement with Dr. Michael Sun”	the consultancy renewal agreement dated 6 September 2018 entered into between the Company and Dr. Michael Sun
“First Consultancy Renewal Agreement with Dr. Patrick Lee”	the consultancy renewal agreement dated 6 September 2018 entered into between the Company and Dr. Patrick Lee
“First Medical Services Framework Renewal Agreement”	the medical services framework renewal agreement dated 6 September 2018 entered into between the Company and CTFE
“First Property Leasing Framework Renewal Agreement”	the property leasing framework renewal agreement dated 6 September 2018 entered into between the Company and Rich Point
“Group”	the Company and its subsidiaries
“HKD”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“INEDs”	the independent non-executive Directors
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Medical Services Framework Agreement”	the medical services framework agreement dated 13 November 2015 entered into between the Company and CTFE
“New Continuing Connected Transaction Agreements”	the Second Property Leasing Framework Renewal Agreement, the Second Consultancy Renewal Agreement with Dr. Patrick Lee, the Second Medical Services Framework Renewal Agreement and the Second Consultancy Renewal Agreement with Dr. Michael Sun
“Property Leasing Framework Agreement”	the property leasing framework agreement dated 13 November 2015 entered into between the Company and Rich Point

“Proposed Annual Caps”	the proposed annual caps for the transactions contemplated under each of the New Continuing Connected Transaction Agreements for the three years ending 30 June 2024
“Rich Point”	Rich Point Investment Holdings Limited, a company incorporated in Hong Kong with limited liability
“Rich Point Group”	Dr. Sun and his associates including Rich Point
“Other Rich Point Properties”	the properties located at: <ul style="list-style-type: none"> (i) Partial of 13/F, No. 22 Yee Wo Street, Hong Kong (ii) Unit No. 1901D on 19/F, East Point Centre, No. 555 Hennessy Road, Hong Kong (iii) Unit No. 1 on 10/F, Wing On Plaza, No. 62 Mody Road, Kowloon, Hong Kong
“Second Consultancy Renewal Agreement with Dr. Michael Sun”	the consultancy renewal agreement dated 23 September 2021 entered into between the Company and Dr. Michael Sun
“Second Consultancy Renewal Agreement with Dr. Patrick Lee”	the consultancy renewal agreement dated 23 September 2021 entered into between the Company and Dr. Patrick Lee
“Second Medical Services Framework Renewal Agreement”	the medical services framework renewal agreement dated 23 September 2021 entered into between the Company and CTFE
“Second Property Leasing Framework Renewal Agreement”	the property leasing framework renewal agreement dated 23 September 2021 entered into between the Company and Rich Point
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By Order of the Board
MA Hoi Wan
UMP Healthcare Holdings Limited
Company Secretary

Hong Kong, 23 September 2021

As at the date of this announcement, the board of directors of the Company comprises Dr. SUN Yiu Kwong as Chairman, Chief Executive Officer and executive director, Ms. KWOK Cheuk Kwan, Jacquen, as Managing Director and executive director, Mr. TSANG On Yip, Patrick, Dr. SUN Man Kin, Michael, Mr. LEE Kar Chung, Felix and Dr. LEE Pak Cheung, Patrick as executive directors, and Mr. LEE Luen Wai, John BBS JP, Dr. LI Kwok Tung, Donald SBS JP and Mr. YEUNG Wing Sun, Mike as independent non-executive directors.