



## **JBM (HEALTHCARE) LIMITED**

**健倍苗苗(保健)有限公司**

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

**Stock Code: 2161**

(the “Company”)

### **Shareholders Communication Policy**

Adopted pursuant to a resolution of the board of directors on  
18 January 2021 and effective from 5 February 2021

#### **1. GENERAL**

- 1.1 To promote effective communication with shareholders of the Company (the “**Shareholders**”), the Company adopts this policy with the objectives to ensure that the Company provides timely, clear and reliable information to the Shareholders to allow them to make informed decisions and assessment of the performance and prospect of the Company, and views of the Shareholders are communicated to the Company in assistance of the Company’s development of appropriate strategies and measures in line with the interests of the Shareholders.
- 1.2 The board (the “**Board**”) of directors (the “**Directors**”) of the Company shall be responsible for maintaining effective communication with the Shareholders and shall regularly review this policy to ensure its effectiveness. All Shareholders’ communications, including circulars, announcements and letters etc. to Shareholders, will be approved by the Board or Director(s) designated by the Board from time to time.
- 1.3 The investor relationship personnel and company secretary of the Company are responsible for the arrangement of the content and manner of communication with Shareholders, and for the preparation, collection and maintenance of the relevant documents.

#### **2. PRINCIPLES**

- 2.1 The Company supports open communication with the Shareholders in accordance with the provisions of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and other applicable laws to allow the Shareholders to exercise their legitimate rights.

- 2.2 The Company provides the Shareholders and other stakeholders with equal dissemination of information with potential to affect the price or value of the Company's securities where required by applicable laws and regulations and is committed to disclose such information in a consistent and timely manner to prevent any person from obtaining benefits, conducting insider trading or committing market manipulation by misusing such information.
- 2.3 The Company recognizes the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by law to do so.

### **3. COMMUNICATION CONTENT**

Subject to the relevant applicable laws and regulations, communication with the Shareholders may include matters related to the published reports, operation status, strategic plans, and the latest developments of the Company and its subsidiaries (collectively, the "Group") and other matters which require communication with the Shareholders.

### **4. COMMUNICATION CHANNELS**

#### **4.1 General Meetings**

The Company holds general meetings which offer a valuable forum for dialogue and interaction with management. In general, shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at general meetings for and on their behalf if they are unable to attend the general meetings.

As set out in Appendix 14 to the Listing Rules, the notice for annual general meetings shall be sent to Shareholders at least 20 clear business days before the meeting, and at least 10 clear business days for all other general meetings. Under the Articles of Association of the Company, the notice for annual general meetings shall be sent to Shareholders not less than 20 clear business days before the meeting, and not less than 10 clear business days for all other general meetings (including extraordinary general meetings) of the Company.

Appropriate arrangements for the annual general meetings and other general meetings shall be in place to encourage Shareholders' participation:

- (i) the Board members, chairmen or members of respective committees, and external auditor of the Company and such other person as the Board deems appropriate shall attend the general meetings of the Company to respond to questions addressed to the Company. In particular, management of the Company shall ensure the external auditor of the Company attend the annual general meetings to answer questions about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies and auditor independence;

- (ii) the chairman of the independent Board committee (if any) shall be available to answer questions at any general meeting to approve a connected transaction or any other transaction that requires independent Shareholders' approval;
- (iii) the Company shall explain the procedures of voting by poll in detail and answer any questions from the Shareholders on voting by poll before voting so as to ensure that each Shareholder understands the relevant arrangements;
- (iv) for each substantially separate issue at a general meeting, a separate resolution shall be proposed by the chairman of that meeting. The Company shall avoid "bundling" resolutions unless they are interdependent and linked forming one significant proposal. Where the resolutions are "bundled", the Company shall explain the reasons and material implications in the notice of meeting; and
- (v) voting results on any resolutions of the general meetings will be released on the Company's website.

#### **4.2 Company's Website**

The Company maintains a website: [www.jbmhealthcare.com.hk](http://www.jbmhealthcare.com.hk) to contain announcements, annual reports, interim reports, general meeting circulars and other corporate information. Information on the Company's website is updated on a regular basis and information released by the Company to the Stock Exchange is also posted on the Company's website immediately thereafter. To be environmentally friendly, Shareholders are encouraged to access the relevant information on the Company's website.

The Company is also permitted to send or otherwise make available its corporate communication (including notices, announcements, circulars, interim reports and annual reports) to the Shareholders using electronic means, and to publish corporate communication on its own website, subject to the Company satisfying the procedures set out in Rule 2.07A of the Listing Rules.

#### **4.3 Shareholders' Enquires**

Shareholders may at any time make a request for the Company's information to the extent such information is publicly available and the Company has an investor relationship function to attend to enquires from the Shareholders. Details of the contact are set out below:

Strategic Public Relations Group  
Email: [jbmhealthcare@sprg.com.hk](mailto:jbmhealthcare@sprg.com.hk)

#### **4.4 Annual Report and Interim Report**

Information on the Group's activities, business, strategies and developments is provided in the Company's annual reports and interim reports.

The Company will prepare and publish its annual report including the consolidated accounts of the Group, together with a copy of the auditors' report prior to the annual general meeting and its interim report in respect of each of the first six months of each financial year and deliver the reports to its Shareholders.

#### **5. Miscellaneous Provisions**

- 5.1 Matters not covered in this policy shall be handled in accordance with the applicable laws and the Listing Rules.
- 5.2 Any communication with Shareholders will be provided in plain language to facilitate Shareholders' understanding.
- 5.3 The Board shall have the right to interpret this policy.

*Note: If there is any inconsistency between the English and Chinese versions of this shareholders communication policy, the English version shall prevail.*