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金威医疗集团有限公司

Good Fellow Healthcare Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8143)

CAPITAL REORGANISATION BECOMING EFFECTIVE AND ARRANGEMENT ON ODD LOT TRADING AND ADJUSTMENTS TO THE SHARE OPTION SCHEME

References are made to (i) the circular of the Company dated 11 May 2026 (the “**Circular**”); and (ii) the announcement of the Company dated 14 September 2026 (the “**Announcement**”) in relation to, among other things, the proposed Capital Reorganisation. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

CAPITAL REORGANISATION BECOMING EFFECTIVE

The Board is pleased to announce that all the conditions precedent to the Capital Reorganisation have been fulfilled and the Capital Reorganisation will become effective on Tuesday, 22 September 2026. Dealings in the New Shares will commence at 9:00 a.m. on Tuesday, 22 September 2026.

Please refer to the Circular for details on the trading arrangement of the New Shares and the arrangement for the free exchange of share certificates in connection with the Capital Reorganisation and the Announcement for the expected timetable for the Capital Reorganisation. Shareholders should note that upon the Capital Reorganisation becoming effective, the new share certificates for the New Shares will be issued in blue colour in order to distinguish them from the share certificates for the Existing Shares which are in red colour.

ARRANGEMENT ON ODD LOT TRADING

In order to facilitate the trading of odd lots (if any) of the New Shares arising from the Capital Reorganisation, the Company has appointed Jakota Securities Group Limited to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares, for the period from 9:00 a.m. on Wednesday, 7 October 2026 to 4:00 p.m. on Wednesday, 28 October 2026. Any Shareholder who wishes to use this matching service should contact Jakota Securities Group Limited at Unit E, 24/F, Tai Yau Building, No. 181 Johnston Road, Wanchai, Hong Kong or at telephone number 3423 0010 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) of such period. Shareholders who would like to match odd lots are recommended to make an appointment in advance by dialling the telephone number of Jakota Securities Group Limited set out above.

Holders of odd lots of the New Shares should note that the matching services mentioned above are on a best effort basis only and successful matching of the sale and purchase of odd lots of the New Shares is not guaranteed. Shareholders are advised to consult their professional advisers if they are in doubt about the above arrangements.

ADJUSTMENTS TO THE SHARE OPTION SCHEME AND THE CONVERTIBLE PREFERENCE SHARES

As at the date of this announcement, no share options have been granted under the Share Option Scheme and there are no outstanding share options. As a result of the Capital Reorganisation, the scheme mandate for granting options under the Share Option Scheme will be adjusted from 56,364,998 Existing Shares to 11,272,999 New Shares with effect from Tuesday, 22 September 2026, being the effective date of the Capital Reorganisation (the “**Mandate Limit Adjustment**”).

As at the date of this announcement, there are 19,700,000 Existing Preference Shares in issue which are convertible into 19,700,000 Existing Shares at a convertible price of HK\$0.05 per Existing Preference Share (subject to the adjustment mechanism in accordance with the terms and conditions of the Convertible Preference Shares). Pursuant to the terms and conditions of the Convertible Preference Shares and upon the Capital Reorganisation becoming effective on Tuesday, 22 September 2026, adjustments are required to be made to the conversion price and/or the number of Shares that can be issued upon exercise of the conversion right attached to the Convertible Preference Shares. The conversion price will be adjusted from HK\$0.05 per Existing Preference Share to HK\$0.25 per New Preference Share and the number of New Shares that can be issued upon full exercise of the conversion right attached to the Convertible Preference Shares will be adjusted from 19,700,000 Existing Shares to 3,940,000 New Shares, with effect from Tuesday, 22 September 2026, being the effective date of the Capital Reorganisation (the “**CPS Limit Adjustment**”, together with the Mandate Limit Adjustment, the “**Adjustments**”).

DL Securities (HK) Limited, a corporation licensed under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”) to conduct Type 1 (dealing in securities), Type 4 (advising on Securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO, has been engaged as the independent financial adviser of the Company and has confirmed to the Directors in writing that the Adjustments are in compliance with (i) the relevant terms and conditions of the Share Option Scheme and the Convertible Preference Shares (as the case may be); (ii) Rule 23.03(13) of the GEM Listing Rules; and (iii) the Note to the Rule set out in Appendix 1 to the Frequently Asked Question FAQ13 – No.1-20 issued by the Stock Exchange in November 2020 and updated in June 2024 in relation to the adjustments of share options.

For the avoidance of doubt, save for the Adjustments, the terms and conditions of the Share Option Scheme and the otherwise remain unchanged.

By order of the Board
Good Fellow Healthcare Holdings Limited
Ng Chi Lung
Chairman and Executive Director

Hong Kong, 21 September 2026

As at the date of this announcement, the Board comprises Mr. Ng Chi Lung and Mr. Wu Qiyu as executive Directors; and Ms. Wong Ka Wai, Jeanne, Mr. Lau Tak Kei Arthur and Mr. Lin Yaomin as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least seven days from the date of publication and on the Company’s website at www.gf-healthcare.com.