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KNIGHT BIDCO LIMITED

(incorporated in the Cayman Islands with limited liability)

KANGJI 康基

Kangji Medical Holdings Limited

康基医疗控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9997)

JOINT ANNOUNCEMENT

MONTHLY UPDATE

IN RELATION TO

**(1) PROPOSAL FOR THE PRIVATISATION OF KANGJI MEDICAL
HOLDINGS LIMITED BY THE OFFEROR**

**BY WAY OF A SCHEME OF ARRANGEMENT UNDER
SECTION 86 OF THE COMPANIES ACT**

(2) PROPOSED WITHDRAWAL OF LISTING

AND

**(3) SPECIAL DEAL IN RELATION TO THE ROLLOVER
ARRANGEMENT AND SHAREHOLDERS' AGREEMENT**

Exclusive Financial Adviser to the Offeror

J.P.Morgan

Independent Financial Adviser to the Independent Board Committee



SOMERLEY CAPITAL LIMITED

Reference is made to (i) the announcement dated 12 August 2025 jointly issued by Knight Bidco Limited (the “**Offeror**”) and Kangji Medical Holdings Limited (the “**Company**”) in relation to, among other things, the proposal for the privatisation of the Company by the Offeror by way of a scheme of arrangement under section 86 of the Companies Act (the “**Joint Announcement**”); (ii) the announcement dated 2 September 2025 jointly issued by the Offeror and the Company in relation to the delay in despatch of the Scheme Document (the “**Delay in Despatch Announcement**”); and (iii) the announcement dated 3 September 2025 jointly issued by the Offeror and the Company in relation to the satisfaction of all of the Pre-Conditions. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Announcement.

UPDATE ON THE STATUS OF THE SCHEME DOCUMENT

As stated in the Delay in Despatch Announcement, the Executive has granted its consent for an extension of the time limit for despatching the Scheme Document to a date no later than 31 October 2025.

The directions hearing of the Grand Court has been listed for hearing on 6 October 2025. As at the date of this announcement, the Offeror and the Company are in the process of finalising the Scheme Document and the Company has yet to obtain directions on the convening of the Court Meeting. A detailed indicative timetable for the Proposal will be set out in the Scheme Document and in the announcement to be jointly issued by the Offeror and the Company upon despatch of the Scheme Document.

As stated in the Joint Announcement, the implementation of the Proposal and the Scheme is subject to the fulfilment or waiver (as applicable) of the Conditions, including approval of the Scheme at the Court Meeting and sanction of the Scheme by the Grand Court. As at the date of this announcement, none of the Conditions has been fulfilled or waived (as applicable).

Further announcement(s) will be made jointly by the Offeror and the Company in relation to the despatch of the Scheme Document as and when appropriate.

ADDITIONAL INFORMATION ON CERTAIN SHAREHOLDERS

Further to the Joint Announcement in relation to, among other things, the Proposal and the Irrevocable Undertaking, the Company has received queries regarding whether Bin Yuan Capital and LYFE Capital, who have been quoted as shareholders of the Company in public source(s) and the prospectus of the Company dated 16 June 2020 respectively, hold any Shares.

The Company wishes to clarify that, based on the information available to the Company, Bin Yuan Capital Limited and LYFE Capital Management Limited were not Shareholders as at the date of this announcement.

As disclosed in the Joint Announcement, the Offeror and the Offeror Concert Parties were interested in an aggregate of 903,000,500 Shares, representing approximately 74.75% of the issued share capital of the Company. Subsequently, it was discovered a relative of Ms. Shentu held 1,377,500 Shares (acquired before 2025 and representing approximately 0.11% of the issued share capital of the Company as at the date of this announcement), the disclosure of which was inadvertently omitted from the Joint Announcement as such interest was not notifiable under Part XV of the SFO and the Founder Entities focused on identifying if there were any dealings in Shares by parties presumed to be acting in concert with them (other than those who are, or presumed to be, acting in concert with the Founder Entities solely in connection with the Consortium) during the six-month period before the Joint Announcement. Taking into account the shareholding of the aforesaid person, as at the date of this announcement, the Offeror and the Offeror Concert Parties are interested in an aggregate of 904,378,000 Shares, representing approximately 74.87% of the issued share capital of the Company.

WARNING

Shareholders and potential investors should be aware that the implementation of the Proposal and the Scheme is subject to the Conditions being fulfilled or waived, as applicable, and thus the Proposal may or may not be implemented, and the Scheme may or may not become effective. Shareholders and potential investors should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of
KNIGHT BIDCO LIMITED
CAI Li
Director

By order of the board of
KANGJI MEDICAL HOLDINGS LIMITED
ZHONG Ming
Chairman

Hong Kong, 3 October 2025

As at the date of this announcement, the directors of the Offeror are Cai Li, Wang Ke and Zhang Ximeng. The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Offeror, MidCo and TopCo and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the directors of the Offeror (other than those expressed by the Director in her capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.

*As at the date of this announcement, the sole director of Fortune Spring ZM is Mr. Zhong and the directors of Fortune Spring YG are Mr. Zhong and Ms. Shentu (the “**Founder Responsible Persons**”). The Founder Responsible Persons jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Founder Entities and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the Founder Responsible Persons (other than those expressed by the Directors in their capacities as such) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*As at the date of this announcement, the directors of TPG Asia GenPar VII Advisors, Inc. (as the ultimate general partner of the controlling entity of each of the TPG Entities), are Martin Davidson and Joann Harris (the “**TPG Responsible Persons**”). The TPG Responsible Persons jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the TPG Entities and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the TPG Responsible Persons have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*As at the date of this announcement, the directors of NewQuest Asia Fund V GP Ltd., the general partner of NewQuest Asia Fund V, L. P., which wholly owns NewQuest V, are Martin Davidson and Joann Harris (the “**NewQuest Responsible Persons**”). The NewQuest Responsible Persons jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to NewQuest V and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the NewQuest Responsible Persons have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*As at the date of this announcement, the directors of Al-Rayyan Holding are Ahmad Mohammed F Q Al-Khanji, Mohammed Yaser M J Al-Mosallam and Khaled Sultan K KH Al-Rabban (the “**Al-Rayyan Holding Responsible Persons**”). The Al-Rayyan Holding Responsible Persons jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to Al-Rayyan Holding and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the Al-Rayyan Holding Responsible Persons have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

As at the date of this announcement, the Board comprises Zhong Ming, Shentu Yinguang and Yin Zixin as executive Directors; Cai Li as non-executive Director; and Jiang Feng, Guo Jian and Chen Weibo as independent non-executive Directors. The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement (other than information relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement by the Directors (other than those expressed by the directors of the Offeror and the respective directors of the Consortium Members in their capacities as such) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

In the event of any inconsistency, the English text of this announcement shall prevail over the Chinese text.