



**Vincent  
Medical**

**Vincent Medical Holdings Limited**

**永勝醫療控股有限公司**

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

(Stock code: 1612)

**TERMS OF REFERENCE FOR  
CORPORATE GOVERNANCE FUNCTIONS  
OF  
THE BOARD OF DIRECTORS  
(the “Board”)**

First adoption date: 24 June 2016

Latest amendment effective date: 20 August 2025

**Duties**

The duties of the corporate governance functions of the Board of Vincent Medical Holdings Limited (the “**Company**”) shall be:

- (i) to develop and review the Company’s policies and practices on corporate governance and make recommendations to the Board;
- (ii) to review and monitor the training and continuous professional development of directors and senior management;
- (iii) to review and monitor the Company’s policies and practices on compliance with legal and regulatory requirements;
- (iv) to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and directors; and
- (v) to review the Company’s compliance with the Corporate Governance Code as contained in Appendix C1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) and disclosure in the corporate governance report which constitutes part of the annual report of the Company.

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