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創美·CH'MEI

CHARMACY PHARMACEUTICAL CO., LTD.

創美藥業股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2289)

**CHANGE OF CHAIRMAN OF THE BOARD AND APPOINTMENT OF VICE-CHAIRMAN
OF THE BOARD;**

CHANGES OF COMPOSITION OF THE BOARD COMMITTEES;

AND

CHANGE OF CHAIRMAN OF THE BOARD OF SUPERVISORS

**CHANGE OF CHAIRMAN OF THE BOARD AND APPOINTMENT OF VICE-CHAIRMAN
OF THE BOARD**

The board (the “**Board**”) of directors (the “**Directors**”) of Charmacy Pharmaceutical Co., Ltd. (the “**Company**”) hereby announces that Mr. Yao Chuanglong (“**Mr. Yao**”) has ceased to be the chairman of the Board with effect from 31 May 2023 for purposes of meeting the operation management needs of the Company, strengthening the division of functions and powers, improving the corporate governance structure, and compliance with the requirement of code provision C.2.1 of the Corporate Governance Code set out in Appendix 14 to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) Mr. Yao remains as an executive Director and the chief executive officer of the Company.

The Board has elected Mr. Yan Jingbin (“**Mr. Yan**”), a non-executive Director, to replace Mr. Yao as the chairman of the Board, and Mr. Yao as the vice-chairman with effect from 31 May 2023.

Biographical details of Mr. Yan and Mr. Yao are set out below:

Mr. Yan Jingbin (嚴京斌), aged 47, has been a non-executive Director since June 2022.

Mr. Yan obtained his bachelor's degree from Jiangxi Normal University (江西師範大學) in 1998, majoring in Political Education, and a master's degree from Renmin University of China (中國人民大學) in 2006, majoring in Administrative Management. Mr. Yan served as the deputy general manager of Jiangxi Zhongjiang Real Estate Co., Ltd from January 2010 to January 2011, and worked as the general manager of the business division of ginseng/Ganoderma lucidum/TCM herbs, the deputy director of the office of the board of directors, the secretary of the general Party branch of the sales division and the head of the sales department of Jinagzhong Pharmaceutical Group Co., Ltd from January 2011 to March 2018, and acted as the general manager and secretary of the general Party

branch at Jiangxi Jiangzhong Pharmaceutical Investment Development Co. Ltd. (江西江中醫藥投資發展有限公司) from March 2018 to August 2020. Mr. Yan has been the general manager of Jiangyao Group Co., Ltd. since December 2018.

Mr. Yan has not received any remuneration for his position as a non-executive director.

Mr. Yao Chuanglong (姚創龍), aged 53, is an executive Director and the chief executive officer of the Company. He is responsible for the overall management of the Group, strategic planning and decision making, as well as formulation of annual business operation plans of the Group.

Mr. Yao obtained a certificate in postgraduate class on civil commercial law from China University of Political Science and Law (中國政法大學) in March 2004. Mr. Yao completed a class on selected on-job executive master of business administration course (在職工商管理碩士 (EMBA) 精選課程研修班) conducted by the Sino-Foreign Management Research Institute of Sun Yat-sen University (中山大學中外管理研究中心) in the PRC in March 2004 and a course on Advance Programme for Development of Leadership in Pharmaceutical Industry (醫藥商業領導力發展高級研修班) in Zhejiang University (浙江大學) in the PRC in October 2007. Mr. Yao completed a course on Advanced Programme on Business Management for Executives (高級工商管理總裁研修班) in Tsinghua University (清華大學) in the PRC in July 2008 and a course on Telaote Strategic Positioning for Executives (特勞特戰略定位總裁班) in Peking University (北京大學) in the PRC in September 2013. In November 2015, Mr. Yao completed a course on Internet Plus and Innovative E-commerce for Executives (互聯網+與電子商務創新總裁班) in Overseas Education College of Shanghai Jiao Tong University (上海交通大學海外教育學院). Mr. Yao joined the Group in March 2000 as general manager of the Company, overseeing the daily operations and formulation of the strategic development of the Company. Mr. Yao had been as the chairman of the Board from May 2015 to May 2023. He currently serves as the executive director and the general manager of Guangdong Charmacy Pharmaceutical Co., Ltd. (廣東創美藥業有限公司), Zhuhai Charmacy Pharmaceutical Limited (珠海創美藥業有限公司), Shenzhen Charmacy Pharmaceutical Limited (深圳創美藥業有限公司) and Huizhou Charmacy Pharmaceutical Co., Ltd. (惠州創美藥業有限公司).

Mr. Yao has received an annual remuneration of RMB 50,000 (tax included), which is determined with reference to his qualifications, experiences, duties and responsibilities within the Company as well as the prevailing market rate for candidates with comparable qualifications.

As at the date of this announcement, Mr. Yao directly holds 34,530,000 shares of the Company (the “**Share(s)**”), representing approximately 31.97% of the total number of issued Shares.

Save as disclosed in this announcement, as at the date of this announcement, each of Mr. Yan and Mr. Yao have confirmed that he: (i) has not held any other directorships in any listed companies, in Hong Kong or overseas, in the last three years, nor any other positions within the Group; (ii) does not have any relationship with any directors, supervisors, senior management, substantial shareholder or controlling shareholder of the Company; (iii) does not have or is deemed to have any interests or short positions in the shares, underlying shares or bonds of the Company or its associated corporation(s) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company nor is there any information required to be disclosed

pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

CHANGES OF COMPOSITION OF THE BOARD COMMITTEES

The Board has made the following changes of composition of the Board committees due to changes in the composition of the Board member:

Board Committee	Before adjustment	After adjustment
Audit Committee	Chairman: Mr. Wan Chi Wai Anthony Members: Mr. Zhou Tao and Mr. Guan Jian	Chairman: Mr. Wan Chi Wai Anthony Members: Mr. Xu Fei and Mr. Guan Jian
Nomination Committee	Chairman: Mr. Zhou Tao Members: Mr. Yao Chuanglong and Mr. Guan Jian	Chairman: Mr. Guan Jian Members: Mr. Yao Chuanglong and Mr. Li Hanguo
Remuneration Committee	Chairman: Mr. Zhou Tao Members: Mr. Wan Chi Wai Anthony and Ms. Zheng Yuyan	Chairman: Mr. Li Hanguo Members: Ms. Fu Zheng and Mr. Wan Chi Wai Anthony
Strategic Development Committee	Chairman: Mr. Yao Chuanglong Members: Ms. Zheng Yuyan and Mr. Zhou Tao	Chairman: Mr. Yan Jingbin Members: Mr. Yao Chuanglong and Ms. Zheng Yuyan
Risk Management Committee	Chairman: Mr. Yao Chuanglong Members: Ms. Zheng Yuyan and Mr. Wan Chi Wai Anthony	Chairman: Mr. Yao Chuanglong Members: Ms. Zhang Hanzi and Mr. Li Hanguo

CHANGE OF CHAIRMAN OF THE BOARD OF SUPERVISORS

Ms. Zhang Ling (“**Ms. Zhang**”) has ceased to be the chairlady of the board (the “**Board of Supervisors**”) of supervisors of the Company (the “**Supervisors**”) with effect from 31 May 2023 due to the need to devote more effort in handling other personal affairs. Ms. Zhang remains as a Supervisor.

Mr. Zhu Minghong (“**Mr. Zhu**”), a Supervisor of the Company, has succeeded Ms. Zhang as the chairman of the Board of Supervisors with effect from 31 May 2023.

Biographical details of Mr. Zhu are set out below:

Mr. Zhu Minghong, aged 46, is a Supervisor. Mr. Zhu obtained his master's degree in Law from Jiangxi University of Finance and Economics. He has a professional title of senior economist and the qualifications of lawyer, legal advisor and securities practitioner. Mr. Zhu has served as director of the legal affairs department and the securities law department of Jiangxi Hongdu Aviation Industry Group Corporation and Jiangxi Hongdu Aviation Industry Co., Ltd., and the manager of the compliance risk department of Huazhang Tiandi Media Investment Holding Group Co., Ltd. He has been the assistant general manager of Jiangyao Group Co., Ltd. since September 2020.

Mr. Zhu does not receive any remuneration for his position as a Supervisor.

Save as disclosed in this announcement, as at the date of this announcement, Mr. Zhu has confirmed that he: (i) has not held any other directorships in any listed companies, in Hong Kong or overseas, in the last three years, nor any other positions within the Group; (ii) does not have any relationship with any directors, supervisors, senior management, substantial shareholder or controlling shareholder of the Company; (iii) does not have or is deemed to have any interests or short positions in the shares, underlying shares or bonds of the Company or its associated corporation(s) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) there are no other matters relating to his/her appointment that need to be brought to the attention of the shareholders of the Company nor is there any information required to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

By Order of the Board

Charmacy Pharmaceutical Co., Ltd.

Yan Jingbin

Chairman

Shantou, the PRC, 31 May 2023

As at the date of this announcement, the executive Directors are Mr. Yao Chuanglong, Ms. Zheng Yuyan and Ms. Zhang Hanzi; the non-executive Directors are Mr. Yan Jingbin, Ms. Fu Zheng and Mr. Xu Fei; and the independent non-executive Directors are Mr. Wan Chi Wai Anthony, Mr. Li Hanguo and Mr. Guan Jian (also known as Guan Suzhe).