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GUSHENGTANG HOLDINGS LIMITED

固生堂控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 2273)

**CHANGE OF JOINT COMPANY SECRETARY,
PROCESS AGENT AND AUTHORIZED REPRESENTATIVE
AND
WAIVER FROM STRICT COMPLIANCE WITH
RULES 3.28 AND 8.17 OF THE LISTING RULES
AND
CHANGE OF ADDRESS OF HONG KONG BRANCH
SHARE REGISTRAR AND TRANSFER OFFICE**

**RESIGNATION OF JOINT COMPANY SECRETARY, PROCESS AGENT
AND AUTHORIZED REPRESENTATIVE**

The board of directors (the “**Board**”) of GUSHENGTANG HOLDINGS LIMITED (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) announces that the Company has engaged SWCS Corporate Services Group (Hong Kong) Limited (“**SWCS**”) to provide corporate secretarial services support to the Company and SWCS has nominated Ms. Lau Jeanie (“**Ms. Lau**”) to assume the offices of (i) the joint company secretary of the Company (the “**Joint Company Secretary**”), (ii) the process agent in Hong Kong for the purpose of accepting service of process in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and for the purpose of accepting services of process and notices on the Company’s behalf in Hong Kong under Rule 19.05(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (collectively, the “**Process Agent**”), and (iii) an authorized representative of the Company for the purpose of Rule 3.05 of the Listing Rules (the “**Authorized Representative**”) since 2021.

The Board hereby announces that Ms. Lau has tendered her resignation as (i) the Joint Company Secretary, (ii) the Process Agent and (iii) the Authorized Representative of the Company with effect from July 5, 2022.

Ms. Lau has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

APPOINTMENT OF JOINT COMPANY SECRETARY, PROCESS AGENT AND AUTHORIZED REPRESENTATIVE

Following the resignation of Ms. Lau, the Board is pleased to announce that Ms. Ho Yin Kwan (“**Ms. Ho**”) has been appointed as (i) the Joint Company Secretary, (ii) the Process Agent and (iii) the Authorized Representative of the Company with effect from July 5, 2022. Ms. Xie Xiaoping (“**Ms. Xie**”) will remain as the other Joint Company Secretary.

The biographies of Ms. Xie and Ms. Ho are set out as follows:

Ms. Xie, aged 45, was appointed as one of the joint company secretaries of the Company on May 25, 2021.

Ms. Xie joined the Group in January 2020 and served as the financial general manager of Guangdong Gushengtang TCM Health Technology Co., Ltd. (廣東固生堂中醫養生健康科技股份有限公司) (“**Guangdong Gushengtang**”), mainly responsible for the general financial affairs and financial management. Before joining the Group, Ms. Xie served at Kam Hing Textile (International) Limited, a subsidiary of Kam Hing International Holdings Limited (錦興國際控股有限公司) (Stock Code: 2307.HK), a manufacturer of knitted fabrics and color yarn from April 2005 to May 2016, with her last position as the financial manager. She also served as the accounting manager of Donlink Group Company Limited (東凌集團有限公司) from June 2016 to January 2020. Ms. Xie has also been serving as (i) a director of Guangdong Gushengtang since August 2021; (ii) the general manager of Guangzhou Bailitiaoyi Consultancy Co., Ltd. (廣州百裡挑一諮詢有限公司), Sichuan Gusheng Pharmaceutical Co., Ltd. (四川固生藥業有限公司) and Sichuan Gusheng Medical Management Co., Ltd. (四川固生醫療管理有限公司) since December 2021; and (iii) a supervisor of various members of the Group, including but not limited to Guangzhou Tianhe District Gushengtang Healthcare Out-patient Department Co., Ltd. (廣州天河區固生堂醫療門診部有限公司) since September 2021, Guangzhou Haizhu District Gushengtang TCM Out-patient Department Co., Ltd. (廣州市海珠區固生堂中醫門診部有限公司) since September 2021, and Beijing Gushengtang Panjiayuan TCM Hospital Co., Ltd. (北京固生堂潘家園中醫醫院有限公司) since November 2021.

Ms. Xie was accredited as an intermediate accountant (中級會計師) by the Ministry of Finance of the People’s Republic of China in September 2003, and a senior accountant (高級會計師) by Guangzhou Municipal Human Resources and Social Security Bureau in April 2021. Ms. Xie received her bachelor’s degree in management from South China University of Technology (華南理工大學) in September 2005. She was also admitted by The Chinese University of Hong Kong, Shenzhen in May 2021 to study business management and is currently a candidate for a master degree.

Ms. Ho is a vice president of SWCS. She has over 20 years of professional experience in corporate secretarial field and has been providing corporate secretarial services to both listed and private companies incorporated in Hong Kong and overseas. Ms. Ho holds a bachelor’s degree in business and finance from the University of Portsmouth and a master’s degree in corporate governance from the Open University of Hong Kong (currently known as Hong Kong Metropolitan University). Ms. Ho is a member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

CONTINUING WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the appointment of Ms. Xie as one of the Joint Company Secretaries and the waiver (the “**Existing Waiver**”) granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in relation to the eligibility of Ms. Xie to act as a Joint Company Secretary of the Company for a three-year period from the date of the Company’s listing on the Stock Exchange (i.e. December 10, 2021) to December 9, 2024 (the “**Waiver Period**”), on the conditions that (i) Ms. Xie must be assisted by Ms. Lau, who possesses the qualification or experience as required under Rules 3.28 and 8.17 of the Listing Rules throughout the Waiver Period; and (ii) the Existing Waiver can be revoked if there are material breaches of the Listing Rules by the Company or Ms. Lau ceases to provide assistance to Ms. Xie during the Waiver Period. The Existing Waiver will be revoked immediately when Ms. Lau, during the Waiver Period, ceases to provide assistance to Ms. Xie.

Given the condition of the Existing Waiver could no longer be fulfilled following the resignation of Ms. Lau, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted a new waiver (the “**New Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period from the date of the appointment of Ms. Ho as a Joint Company Secretary (i.e. July 5, 2022) to December 9, 2024 (i.e. the remaining period of the Existing Waiver) (the “**New Waiver Period**”) in relation to the eligibility of Ms. Xie to act as a Joint Company Secretary on the conditions that (i) Ms. Xie must be assisted by Ms. Ho during the New Waiver Period and (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Company should announce the reasons, details and conditions of the New Waiver, and the qualification and experience of Ms. Xie and Ms. Ho.

Before the end of the New Waiver Period, the Company should demonstrate and seek confirmation from the Stock Exchange that Ms. Xie, having had the benefit of the assistance from Ms. Ho during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its gratitude to Ms. Lau for her valuable contribution to the Company during her tenure of service and extend a warm welcome to Ms. Ho on her new appointment.

CHANGE OF ADDRESS OF HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

With effect from August 15, 2022, the Hong Kong Branch Share Registrar and Transfer Office of the Company, Tricor Investor Services Limited (the “**Branch Share Registrar**”), will change its address from Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong to

17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

All telephone and facsimile numbers of the Branch Share Registrar will remain unchanged.

By order of the Board
GUSHENGTANG HOLDINGS LIMITED
固生堂控股有限公司
TU Zhiliang
Chairman of the Board

Hong Kong, July 5, 2022

As at the date of this announcement, the Board comprises Mr. TU Zhiliang as Chairman and executive director, Mr. JIANG Xiaodong, Mr. HUANG Jingsheng, Mr. XU Yongjiu, Mr. LIU Kanghua and Mr. GAO Jian as non-executive directors, Ms. JIN Xu, Mr. LI Tie and Mr. WU Taibing as independent non-executive directors.