

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



GIANT BIOGENE HOLDING CO., LTD

巨子生物控股有限公司

(An exempted company incorporated in the Cayman Islands with limited liability)

(Stock Code: 2367)

CHANGE OF JOINT COMPANY SECRETARY CHANGE OF AUTHORISED REPRESENTATIVE AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

The board (the “**Board**”) of directors (the “**Directors**” each a “**Director**”) of Giant Biogene Holding Co., Ltd (the “**Company**”) hereby announces that Ms. Yiu Suk Han (“**Ms. Yiu**”) has tendered her resignation as the joint company secretary of the Company (the “**Joint Company Secretary**”) and the authorised representative pursuant to Part 16 of the Companies Ordinance (Chapter 622) and Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), all with effect from 28 August 2023.

Ms. Yiu has confirmed that she has no disagreement with the Board and there are no matters with regard to her resignation which need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

Following the resignation of Ms. Yiu, the Board also announces the appointment of Ms. Yuen Wing Yan, Winnie (“**Ms. Yuen**”), as the Joint Company Secretary and the authorised representative under Rule 3.05 of the Listing Rules with effect from 28 August 2023. Ms. Yuen is currently one of the authorised representatives under Part 16 of the Companies Ordinance (Chapter 622) of the Company and Ms. Yuen meets the requirements under Rules 3.28 and 8.17 of the Listing Rules.

After the aforesaid changes, Ms. Yan Yubo (“**Ms. Yan**”) continues to serve as the other Joint Company Secretary.

Biographical details of Ms. Yan

Ms. Yan is currently a Joint Company Secretary and the board secretary of our Company. Ms. Yan joined Xi’an Giant Biogene in October 2018 as the board secretary and has been responsible for the affairs related to the Group’s financing, investor relationship management and corporate governance since then. Ms. Yan obtained the certificate of Financial Risk Manager (FRM) from the Global Association of Risk Professionals in March 2021, the securities qualification certificate from the Securities Association of China in April 2021, the certificate of board secretary from Shanghai Stock Exchange in September 2020, the certificate of board secretary from Shenzhen Stock Exchange in July 2020, and the qualification certificate of fund practitioner from the Asset Management Association of China in November 2019. Ms. Yan obtained a bachelor’s degree from the University of Toronto in Canada in June 2017, double majoring in financial economics and statistics. Ms. Yan obtained a master’s degree in applied economics from the University of California, Los Angeles in the United States in June 2018.

Biographical details of Ms. Yuen

Ms. Yuen is a Director of Corporate Services of Tricor Services Limited, and has over 25 years of experience in the corporate secretarial field. She has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Yuen is currently acting as the company secretary or joint company secretary of a few listed companies on the Stock Exchange.

Ms. Yuen is a Chartered Secretary, a Chartered Governance Professional and a Fellow of both The Hong Kong Chartered Governance Institute (“**HKCGI**”) and The Chartered Governance Institute in the United Kingdom. She is a holder of the Practitioner’s Endorsement from HKCGI.

The Board would like to express its gratitude to Ms. Yiu for her valuable efforts and contributions to the Company and take the opportunity to express its warmest welcome to Ms. Yuen on her new appointments.

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

Reference is made to the prospectus of the Company dated 20 October 2022 (the “**Prospectus**”) regarding the waiver granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Original Waiver**”) for the period from 4 November 2022 to 3 November 2025 (the “**Original Waiver Period**”) subject to compliance with certain conditions. One of the conditions is that Ms. Yan would be assisted by Ms. Yiu during the Original Waiver Period and the Original Waiver would be revoked immediately if and when Ms. Yiu ceased to provide assistance to Ms. Yan. For further details of the Original Waiver, please refer to the Prospectus.

In view of Ms. Yiu's resignation and since Ms. Yan does not possess the qualification of company secretary as required under Rule 3.28 of the Listing Rules, the Company has applied for, and the Stock Exchange has granted, a new waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the "New Waiver") for a period from the date of aforesaid appointment of Ms. Yuen to 3 November 2025 (the "New Waiver Period") on the conditions that (i) Ms. Yan will be assisted by Ms. Yuen during the New Waiver Period and the New Waiver will be revoked immediately if there are material breaches of the Listing Rules by the Company; (ii) the Company shall notify the Stock Exchange at the end of the New Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that after the end of the New Waiver Period, the Company will be able to demonstrate that Ms. Yan can satisfy Rule 3.28 of the Listing Rules after having the benefit of Ms. Yuen's assistance such that a further waiver will not be required; and (iii) the Company will disclose details of the New Waiver, including the reasons for and the conditions of the New Waiver, by way of announcement.

REASONS AND GROUNDS FOR SEEKING THE NEW WAIVER

Ms. Yuen, the newly appointed Joint Company Secretary, meets the requirements under Rule 3.28 of the Listing Rules. Ms. Yuen, as a Joint Company Secretary, will work closely with, and provide assistance to Ms. Yan in discharging her duties as a Joint Company Secretary.

Although Ms. Yan does not possess the specified qualifications that are usually considered to be acceptable under Rule 3.28 of the Listing Rules, the Company considers that Ms. Yan, by virtue of her professional knowledge and experience in handling its corporate governance matters and with the support to be rendered by Ms. Yuen and her working team at Tricor Services Limited, would be capable of discharging her duties as a Joint Company Secretary.

The Company will ensure that Ms. Yan continues to have access to the relevant training and support in relation to the Listing Rules and the duties required of a company secretary of an issuer listed on the Stock Exchange. Ms. Yan and Ms. Yuen will take no less than 15 hours of professional training on any latest developments on the applicable Hong Kong laws and regulations in each financial year, in order to strengthen their experience and knowledge in respect of their duties and responsibilities under the Listing Rules.

By Order of the Board
Giant Biogene Holding Co., Ltd
YAN Jianya
Chairman of the Board

Hong Kong, the PRC, 28 August 2023

As at the date of this announcement, the Board comprises Mr. Yan Jianya, Ms. Ye Juan and Ms. Fang Juan as executive Directors, Mr. Chen Jinhao as a non-executive Director, and Mr. Huang Jin, Mr. Shan Wenhua and Ms. Wong Sze Wing as independent non-executive Directors.