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MEDICSKIN HOLDINGS LIMITED

密迪斯肌控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8307)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**” each a “**Director**”) of Medicskin Holdings Limited (the “**Company**”) is pleased to announce that Mr. Fu Frank Tsun Yin (“**Mr. Fu**”) has been appointed as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Board with effect from 14 February 2023.

The biographical details of Mr. Fu are set out as follows:

Mr. Fu Frank Tsun Yin, aged 68, obtained his bachelor’s degree of Science in Civil Engineering from Union College, Schenectady, New York in 1978 and completed all course work required for a master degree of Science in Civil Engineering (Transportation) in Northwestern University in 1980. Mr. Fu is a member of The Hong Kong Institute of Facility Management and was a member of the International Facility Management Association. He is also a member of the executive committee of Dashun Foundation, a non-profit-making charitable institution with a mission of promoting and contributing to the long-term interests and sustainable development of Hong Kong.

Mr. Fu has over 23 years of experience in property and facility management and property development. He was an Office/Facility Manager of Motorola Asia Pacific Limited from 1997 to 2007. He worked for Asia Television Limited as the Controller of Facility Management from 2008 to 2012. From 2012 to 2018, he was employed by Fine View Engineering Limited as a Senior Project Manager.

As at the date of this announcement, Mr. Fu has not entered into nor proposes to enter into any service contracts with the Company which fall within the meaning of Rule 17.90 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) requiring the prior approval of shareholders of the Company at general meetings. According to the service agreement dated 14 February 2023 between Mr. Fu and the Company, he shall hold office as an independent non-executive Director for the initial term of three years commencing from 14 February 2023. Mr. Fu is subject to reelection or retirement by rotation at the general meetings of the Company pursuant to the GEM Listing Rules and the provisions of the memorandum and articles of association of the Company in force from time to time. Mr. Fu shall receive a director’s fee payable by the Company of HK\$180,000 per annum, subject to determination by the Board from time to time with reference to his duties and responsibilities and the Company’s performance and profitability. The remuneration payable to Mr. Fu was determined having regard to the current level of director’s fee payable by the Company to its independent non-executive Directors as well as his duties and responsibilities.

As at the date of this announcement, Mr. Fu does not hold any other position with the Company or its subsidiaries, does not have any interest in the shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. Mr. Fu did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

Mr. Fu has confirmed that he met the independence criteria set out in Rule 5.09 of the GEM Listing Rules. So far as the Directors are aware, save as disclosed above, there are no other matters concerning Mr. Fu's appointment that need to be brought to the attention of the shareholders of the Company nor any information required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to express its warm welcome to the new appointment of Mr. Fu as a member of the Board.

Following the appointment of Mr. Fu, (i) the Board comprises three independent non-executive Directors representing more than one-third of the members of the Board; (ii) the audit committee of the Board comprises 3 members who are independent non-executive Directors; and (iii) the remuneration committee and nomination committee of the Board each comprises a majority of independent non-executive Directors, the requirement under Rules 5.05, 5.28, 5.34 and 5.36A of the GEM Listing Rules have been fulfilled.

By the order of the Board
Medicskin Holdings Limited
Dr. Kong Kwok Leung
Chairman and Executive Director

Hong Kong, 14 February 2023

As at the date of this announcement, the executive Directors are Dr. Kong Kwok Leung, Ms. Tsui Kan, Ms. Kong Chung Wai and Ms. Sin Chui Pik Christine, and the independent non-executive Directors are Mr. Chan Cheong Tat, Mr. Fu Frank Tsun Yin and Mr. Leung Siu Cheung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the Stock Exchange's website at www.hkexnews.hk for at least 7 days from the day of its posting. This announcement will also be published on the Company's website at www.medicskinholdings.com.