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

Resignation of Independent Non-Executive Director

The board (the “**Board**”) of directors (the “**Directors**” each a “**Director**”) of Medicskin Holdings Limited (the “**Company**”) wishes to announce that, Mr. Fu Frank Tsun Yin (“**Mr. Fu**”) has tendered his resignation as an independent non-executive Director and a member of the audit committee, remuneration committee and nomination committee of the Company with effect from 7 June 2023, due to his health reasons.

Mr. Fu has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention to the shareholders of the Company or the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Fu for his valuable support and contributions to the Company during his tenure of service.

Non-Compliance with the Listing Rules in relation to Board Composition

Following the resignation of Mr. Fu, (i) the total number of independent non-executive Directors is less than three and accounts for less than one-third of the Board members, and hence the Company fails to meet the requirement of Rules 5.05(1) and 5.05A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”); and (ii) the Company has only two members in the audit committee, remuneration committee and nomination committee of the Company which deviates from the requirement under the Rules 5.28, 5.34 and 5.36A of the GEM Listing Rules. The Board will ensure that the Company will appoint a sufficient number of independent non-executive Directors to meet the minimum number as required under Rules 5.05(1), 5.05A, 5.28, 5.34 and 5.36A of the GEM Listing Rules within three months from 7 June 2023 and will make further announcement(s) where appropriate.

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

Hong Kong, 7 June 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 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.medicsskinholdings.com.