

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.



SINO-LIFE GROUP LIMITED

中國生命集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8296)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
CHANGE OF COMPOSITION OF BOARD OF COMMITTEES
AND
COMPLIANCE WITH RULES 5.05(1) AND 5.28
OF THE GEM LISTING RULES**

The Board announces that, with effect from 7 June 2023:

1. Ms. HU Zhaohui has been appointed as an independent non-executive Director, the chairman and member of Remuneration Committee and member of each of Nomination Committee and Audit Committee.
2. Mr. CHAI Chung Wai has retired as chairman of Remuneration Committee but will remain a member of the Remuneration Committee.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND POSITIONS
OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Sino-Life Group Limited (the “**Company**”) is pleased to announce that Ms. Hu Zhaohui (胡朝暉) (“**Ms. Hu**”) has been appointed as an Independent non-executive Director and chairman and member of the Remuneration Committee and member of each of Nomination Committee and Audit Committee with effect from 7 June 2023.

The biographical details of Ms. Hu are as follows:

Ms. Hu, aged 55, graduated from Yangtze University (formerly known as Jiangnan Petroleum Institute (江漢石油學院)) in the PRC in 1986 and obtained a bachelor’s degree in engineering in 1990 with a major in geophysics, and graduated from Huazhong University of Science and Technology in the PRC in 1998 and obtained a master’s degree in engineering in 2002 with a major in mechanical engineering. She also graduated from Wuhan University in the PRC in 2000 and obtained a master’s degree in finance in 2003. She was an engineer of Jiangnan Machinery Research Institute of China National Petroleum Corporation. She served as a teacher, deputy director of the Department of Finance and an associate professor of Guangdong University of Finance. She also served as the deputy director of the postgraduate division of Guangdong University of Finance. She also served as the director of the Teaching Quality Monitoring and Evaluation Center of Guangdong University of Finance.

Ms. Hu has entered into a letter of appointment with the Company for a term of three years commencing from 7 June 2023. Ms. Hu is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Ms. Hu is entitled to an annual director's fee of HK\$60,000, which is covered by her appointment letter, and without any discretionary bonus. The remuneration package of Ms. Hu is recommended by the Remuneration Committee and approved by the Board with reference to her duties and contribution, the Company's performance and remuneration policy and prevailing market condition.

Save as disclosed above, as at the date of this announcement, (a) Ms. Hu does not hold any position with the Company or its subsidiaries; (b) Ms. Hu did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Ms. Hu does not have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (d) Ms. Hu does not have or deemed to have any interest in the shares of the Company, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO; and (e) there are no other matters about Ms. Hu that need to be brought to the attention of the shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2) of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "**GEM Listing Rules**").

The Board would like to take this opportunity to welcome Ms. Hu to join the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Following the appointment of Ms. Hu, she has also been appointed as the chairman and member of Remuneration Committee and member of each of the Nomination Committee and the Audit Committee.

Mr. CHAI Chung Wai ("**Mr. Chai**") will retire as the chairman of the Remuneration Committee but will remain a member of the Remuneration Committee with effect from 7 June 2023.

COMPLIANCE WITH RULES 5.05(1) AND 5.28 OF THE GEM LISTING RULES

According to Rule 5.05(1) of the GEM Listing Rules, the board of directors of a listed issuer must include at least three independent non-executive directors and it must appoint independent non-executive directors representing at least one-third of the board. Further, Rule 5.28 of the GEM Listing Rules requires the audit committee to comprise a minimum of three members. Following the appointment of Ms. Hu as an independent non-executive Director and an audit committee member of the Company, the Board comprises three executive Directors and three independent non-executive Directors. As a result, the Company has complied with Rules 5.05(1) and 5.28 of the GEM Listing Rules.

By Order of the Board
Sino-Life Group Limited
XU Jianchun
Chairman and Executive Director

Hong Kong, 7 June 2023

As at the date hereof, the Board comprises Mr. XU Jianchun, Mr. LIU Tien-Tsai and Dr. XU Qiang being executive Directors; and Mr. CHAI Chung Wai, Dr. YANG Jingjing and Ms. HU Zhaohui being independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 Informations” page of the Stock Exchange’s website at <http://www.hkexnews.hk> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.sinolifegroup.com>.