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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1509)

**RESIGNATION OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTORS;
APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTORS;
CHANGE OF MEMBERS OF BOARD COMMITTEES;
AND
CHANGE REGARDING RETIREMENT AND RE-ELECTION OF
DIRECTORS**

The board of directors (the “**Board**”) of Harmonicare Medical Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, the following changes take effect from 8 February 2021:

- (1) Mr. Lin Yuguo (“**Mr. Lin**”) has resigned as a non-executive director of the Company, and a member of the remuneration committee;
- (2) Ms. Fang Lan (“**Ms. Fang**”) has resigned as an independent non-executive director of the Company, as well as the chairman of the audit committee, and a member of each of the remuneration committee and the nomination committee;
- (3) Mr. Cai Jiangnan (“**Mr. Cai**”) has resigned as an independent non-executive director of the Company, and a member of each of the audit committee, the remuneration committee and the nomination committee;
- (4) Mr. Chen Longzhen (“**Mr. Chen**”) was appointed as an executive director of the Company;
- (5) Mr. Zhang Jide (“**Mr. Zhang**”) was appointed as an independent non-executive director of the Company, and a member of each of the audit committee, the remuneration committee and the nomination committee;
- (6) Mr. Lin Jinting (“**Mr. Lin**”) was appointed as an independent non-executive director of the Company, and a member of each of the audit committee, the remuneration committee and the nomination committee; and
- (7) Ms. Hsu Wai Man Helen (“**Ms. Hsu**”) was appointed as the chairman of the audit committee of the Company.

Resignation of Non-executive Director and Independent Non-executive Directors

Mr. Lin Yuguo has resigned as a non-executive director of the Company, and a member of the remuneration committee due to his own business engagement, with effect from 8 February 2021.

Ms. Fang Lan has resigned as an independent non-executive director of the Company, as well as the chairman of the audit committee, and a member of each of the remuneration committee and the nomination committee due to her other business commitments, with effect from 8 February 2021.

Mr. Cai Jiangnan has resigned as an independent non-executive director of the Company, and a member of each of the audit committee, the remuneration committee and the nomination committee due to his other business commitments, with effect from 8 February 2021.

Each of Mr. Lin, Ms. Fang and Mr. Cai has confirmed that he/she has no disagreement with the Board, and there are no other matters relating to their respective resignations that need to be brought to the attention of the shareholders of the Company.

The Board hereby would like to express its sincere gratitude to Mr. Lin, Ms. Fang and Mr. Cai for their contributions to the Company during their tenure of office.

Appointment of Executive Director and Independent Non-executive Directors

The biographical details of Mr. Chen Longzhen, Mr. Zhang Jide and Mr. Lin Jinting are as follows:

Mr. Chen Longzhen

Mr. Chen Longzhen (陳隆禎), aged 63, was appointed as an executive director on 8 February 2021. Mr. Chen is currently the chief financial officer and vice president of the Company. Mr. Chen served as the acting chief financial officer of the Group since December 2019 to August 2020. Mr. Chen served as the finance manager of Shandong Huimin Huarun Textile Co., Ltd. (山東惠民華潤紡織有限公司) from December 1999 to October 2001. Mr. Chen successively served as an assistant of general manager and finance director of China Resources Jinhua Co., Ltd. (華潤錦華股份有限公司) (currently known as Skyworth Digital Co., Ltd. (創維數字股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 000810)) from October 2001 to February 2004. Mr. Chen served as a finance director of Shandong Juli Co., Ltd. (山東巨力股份有限公司) (currently known as Weichai Heavy Machinery Co., Ltd. (濰柴重機股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 000880)) from March 2004 to August 2005. Mr. Chen served as a finance director of Gaode Zhongcai Technology Co., Ltd. (高德中彩科技有限公司) from August 2006 to March 2008, and a finance director of Xiamen Tianwei Industrial Co., Ltd. (廈門天威實業有限公司) from March 2008 to May 2010. Mr. Chen served as a vice finance director and vice director in securities investment department of Bosheng Medical Investment Co., Ltd. (博生醫療投資股份有限公司) from June 2010 to February 2015, mainly responsible for management of finance, securities and investment. Mr. Chen served as the chief financial officer of the Group from March 2015 to August 2017, mainly responsible for general finance management of the Group. Mr. Chen obtained an associate degree in industry accounting from Shandong TV University (山東廣播電視大學) in July 1986, and studied in economics management at Shandong Cadres Correspondence University (山東幹部函授大學) from July 1994 to June 1997. Mr. Chen also obtained the qualification of senior accountant from Human Resources and Social Security Department of Shandong Province (山東省人力資源和社會保障廳) in November 1997.

Mr. Chen has entered into a service contract as an executive director with the Company for a term of three years from 8 February 2021, which may be terminated by either party by giving one-month written notice. He shall be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the articles of association of the Company. Pursuant to the terms of appointment as recommended by the remuneration committee, Mr. Chen is entitled to receive a salary of RMB100,000 per month and discretionary bonus, which are determined by the Board with reference to his duties and responsibilities in the Company, the results of the Company, the prevailing market condition and his performance.

Save as disclosed above, as at the date of this announcement, Mr. Chen (i) does not hold any other positions with the Company or members of the Group; (ii) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) does not hold any directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas at present or in the last three years; and (iv) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information that is required to be disclosed in accordance with Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Chen that ought to be brought to the attention of the shareholders of the Company.

Mr. Zhang Jide

Mr. Zhang Jide (張繼德), aged 51, was appointed as an independent non-executive director and a member of the audit committee, the remuneration committee and the nomination committee on 8 February 2021. Mr. Zhang is currently a professor and doctoral supervisor of the Beijing Technology and Business University. Mr. Zhang currently serves as an independent director of Jihua Group Co., Ltd. (stock code: 601718), Inner Mongolia North Hauler Joint Stock Co., Limited (stock code: 600262) and Fujian Oriental Silver Star Investment Co., Ltd. (stock code: 600753), the shares of such companies are listed on the Shanghai Stock Exchange.

Mr. Zhang served as an independent director of China Nonferrous Metal Industry’s Foreign Engineering and Construction Co., Ltd. (中國有色金屬建設股份有限公司), shares of which are listed on the Shenzhen Stock Exchange (stock code: 000758), from May 2014 to May 2020; and an independent director of Guangdong Meiyuan Jixiang Hydropower Co., Ltd. (廣東梅雁吉祥水電股份有限公司), shares of which are listed on the Shanghai Stock Exchange (stock code: 600868), from May 2013 to May 2019. Mr. Zhang obtained a doctor’s degree in management from the Chinese Academy of Fiscal Sciences of Ministry of Finance. He has also obtained the qualification training certificate for independent directors of the Shanghai Stock Exchange in July 2011, and a Certificate of National Leading Accountant (全國會計領軍人才證書) in November 2016.

Mr. Zhang has entered into a letter of appointment as an independent non-executive director with the Company for a term of three years from 8 February 2021, which may be terminated by either party by giving one-month written notice. He shall be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Listing Rules and the articles of association of the Company. Pursuant to the terms of appointment as recommended by the remuneration committee, Mr. Zhang is entitled to a director's fee in Hong Kong Dollar equivalent to RMB200,000 per annum, which is determined by the Board with reference to his performance, time commitment and responsibility with the Company.

Save as disclosed above, as at the date of this announcement, Mr. Zhang (i) does not hold any other positions with the Company or members of the Group; (ii) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) does not hold any directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas at present or in the last three years; and (iv) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Zhang has confirmed that he has met the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there is no other information that is required to be disclosed in accordance with Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Zhang that ought to be brought to the attention of the shareholders of the Company.

Mr. Lin Jinting

Mr. Lin Jinting (林進挺), aged 53, was appointed as an independent non-executive director and a member of the audit committee, the remuneration committee and the nomination committee on 8 February 2021. Mr. Lin currently serves as an Executive Partner of Xianyou County Mingdao Investment Fund (Limited Partnership). Mr. Lin has served as various positions including chairman of China Hainan Rubber Industry Group Co., Ltd., shares of which are listed on the Shanghai Stock Exchange (stock code: 601118), chairman of Xiamen Unigroup Xueda Co., Ltd., shares of which are listed on the Shenzhen Stock Exchange (stock code: 000526) and chairman of Hainan Agricultural Reclamation Group Co., Ltd. (海南省農墾集團有限公司). Mr. Lin graduated from Tsinghua University with a bachelor's degree of engineering in thermal turbines and obtained a master's degree of business administration from The Open University of Hong Kong.

Mr. Lin has entered into a letter of appointment as an independent non-executive director with the Company for a term of three years from 8 February 2021, which may be terminated by either party by giving one-month written notice. He shall be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Listing Rules and the articles of association of the Company. Pursuant to the terms of appointment as recommended by the remuneration committee, Mr. Lin is entitled to a director's fee in Hong Kong Dollar equivalent to RMB200,000 per annum, which is determined by the Board with reference to his performance, time commitment and responsibility with the Company.

Save as disclosed above, as at the date of this announcement, Mr. Lin (i) does not hold any other positions with the Company or members of the Group; (ii) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) does not hold any directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas at present or in the last three years; and (iv) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Lin has confirmed that he has met the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there is no other information that is required to be disclosed in accordance with Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Lin that ought to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Mr. Chen, Mr. Zhang and Mr. Lin on their appointment.

Change to Members of the Board Committees

Following the above-mentioned change to the directors and members of the Board Committees, the Board Committees comprise the following members:

Audit Committee: Ms. Hsu Wai Man Helen (Chairman), Mr. Qiu Jianwei, Mr. Zhang Jide and Mr. Lin Jinting.

Remuneration Committee: Ms. Hsu Wai Man Helen (Chairman), Mr. Zhang Jide and Mr. Lin Jinting.

Nomination Committee: Mr. Lin Yuming (Chairman), Mr. Xu Jun, Ms. Hsu Wai Man Helen, Mr. Zhang Jide and Mr. Lin Jinting.

Update of Information regarding Retirement and Re-election of Directors at the Forthcoming Annual General Meeting

Reference is made to the Company's annual report for the financial year ended 31 December 2018 ("**2018 Annual Report**") and the Company's annual report for the financial year ended 31 December 2019 ("**2019 Annual Report**") published on 8 February 2021 in relation to the re-election of directors of the Company. Capitalised terms used herein shall have the same meanings as defined in the 2018 Annual Report and 2019 Annual Report unless the context requires otherwise.

The Company wishes to update the names of the directors of the Company to be retired at the forthcoming AGM to be held in 2021 ("**2021 AGM**") subsequent to the change of directors disclosed herein.

According to article 83(3) of the articles of association of the Company, Mr. Chen Longzhen, Mr. Zhang Jide and Mr. Lin Jinting who were appointed as directors by the Board with effect from 8 February 2021 shall hold office only until the 2021 AGM and be subject to re-election at such meeting.

Accordingly, following the above resignation and appointment of directors of the Company, the directors to be retired and to seek for re-election at the 2021 AGM are Mr. Lin Yuming, Mr. Xu Jun and Mr. Qiu Jianwei, who have held their offices as directors for more than three years and shall retire as director at the 2021 AGM, as well as Mr. Yang Guo, Mr. Wei Rongda and Ms. Hsu Wai Man Helen (who were appointed as directors by the Board in August 2020) and Mr. Chen Longzhen, Mr. Zhang Jide and Mr. Lin Jinting (who were appointed as directors by the Board on 8 February 2021) who shall hold office only until the 2021 AGM pursuant to article 83(3) of the Articles of Association. All of the above retiring directors are eligible for re-election and will offer themselves for re-election.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2019. Trading in the Shares will remain suspended until further notice.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Harmonicare Medical Holdings Limited
Lin Yuming
Chairman, Executive Director and President

Hong Kong, 8 February 2021

As at the date of this announcement, the executive Directors of the Company are Mr. Lin Yuming, Mr. Yang Guo, Mr. Wei Rongda and Mr. Chen Longzhen; the non-executive Directors of the Company are Mr. Qiu Jianwei and Mr. Xu Jun; and the independent non-executive Directors of the Company are Ms. Hsu Wai Man Helen, Mr. Zhang Jide and Mr. Lin Jinting.