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**JDH 京东健康**

**JD Health International Inc.**

**京东健康股份有限公司**

*(A company incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6618)**

## **CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that, with effect from April 7, 2022:

1. Mr. Lei Xu has resigned as a non-executive Director;
2. Mr. Lijun Xin has resigned as a non-executive Director;
3. Ms. Sandy Ran Xu has resigned as a non-executive Director and a member of the Audit Committee and the Remuneration Committee;
4. Mr. Ying Wu has been appointed as an independent non-executive Director and a member of the Remuneration Committee and the Nomination Committee;
5. Mr. Enlin Jin has been appointed as a member of the Remuneration Committee;
6. Ms. Ling Li has resigned as a member of the Nomination Committee, has been re-designated from a member to the chairperson of the Remuneration Committee and appointed as a member of the Audit Committee; and
7. Mr. Xingyao Chen has resigned as the chairperson of the Remuneration Committee.

The board (the “**Board**”) of directors (the “**Directors**”) of JD Health International Inc. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the below changes to the Board and the composition of the Board committees.

### **RESIGNATION OF DIRECTORS**

The Board announces that (i) each of Mr. Lei Xu (徐雷) (“**Mr. Xu**”) and Mr. Lijun Xin (辛利军) (“**Mr. Xin**”) has tendered his resignation as a non-executive Director; and (ii) Ms. Sandy Ran Xu (许冉) (“**Ms. Xu**”) has tendered her resignation as a non-executive Director and a member of the audit committee of the Company (the “**Audit Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”), with effect from April 7, 2022 due to their respective other business engagements which require more of their time and dedication.

Mr. Xu, Mr. Xin and Ms. Xu have each confirmed that they have no disagreement with the Board and there is no matter in respect of their resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Xu, Mr. Xin and Ms. Xu for their valuable contribution to the Company during their tenure of office.

## **APPOINTMENT OF DIRECTOR**

The Board is pleased to announce that Mr. Ying Wu (吳鷹) (“**Mr. Wu**”) has been appointed as an independent non-executive Director with effect from April 7, 2022.

The biographical details of Mr. Wu are set out below:

Ying Wu (吳鷹), aged 62, has extensive experiences in telecom industry and venture capital investment. Mr. Wu is currently the chairman of China Capital Group that he founded in October 2008, prior to which he had served as chairman and chief executive officer of UTStarcom (China) Co. Ltd for 12 years. Mr. Wu is also currently the chairman of ZJBC Information Technology Co., Ltd. (中嘉博創信息技術股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code 889), an independent non-executive director of Zall Smart Commerce Group Ltd. (卓爾智聯集團有限公司), a company listed on the Stock Exchange (stock code 2098), a director of HyUnion Holdings Co., Ltd. (海聯金匯科技股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code 2537), and the chairman of the supervisory committee of Huayi Brothers Media Corporation Ltd. (華誼兄弟傳媒股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code 300027). Mr. Wu was an independent non-executive director of Zhong An Online P&C Insurance Co., Ltd. (眾安在綫財產保險股份有限公司), a company listed on the Stock Exchange (stock code 6060), from July 2017 to March 2022.

Mr. Wu obtained his bachelor’s degree in electronic engineering from the Beijing Institute of Technology in July 1982, his master’s degree in science from New Jersey Institute of Technology in the United States in May 1988, and his doctor’s degree (honoris causa) from New Jersey Institute of Technology in 2016.

Mr. Wu has entered into an appointment letter with the Company for a term of three years commencing from April 7, 2022 subject to (i) retirement from office and re-election at the next general meeting of the Company and (ii) retirement by rotation and re-election at least once every three years, in accordance with the articles of association of the Company and the Corporate Governance Code contained in the Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). According to the terms of Mr. Wu’s appointment, Mr. Wu is entitled to a director’s fee of RMB250,000 per annum and certain equity-based compensation, and Mr. Wu is entitled to the reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of his duties in connection with the business of the Company. The director’s fee was recommended by the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Wu has confirmed that he does not hold (i) any other position with the Company or other members of the Group; (ii) any directorship in any other public companies with securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

Save as disclosed above, as at the date of this announcement, Mr. Wu confirmed that he does not have any relationship with any Director, senior management or substantial shareholder or controlling shareholder of the Company, or any interest in the 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 pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders or the Stock Exchange relating to Mr. Wu's appointment.

The Board would like to express its warmest welcome to Mr. Wu's appointment.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces the following changes in the composition of the Board committees with effect from April 7, 2022:

1. Ms. Xu has resigned as a member of the Audit Committee and the Remuneration Committee;
2. Mr. Wu has been appointed as a member of the Remuneration Committee and the nomination committee of the Company (the “**Nomination Committee**”);
3. Mr. Enlin Jin (“**Mr. Jin**”) has been appointed as a member of the Remuneration Committee;
4. Ms. Ling Li (“**Ms. Li**”) has resigned as a member of the Nomination Committee, has been re-designated from a member to the chairperson of the Remuneration Committee and appointed as a member of the Audit Committee; and
5. Mr. Xingyao Chen (“**Mr. Chen**”) has resigned as the chairperson of the Remuneration Committee.

Following the resignations, re-designation and appointments above, the composition of the Board committees will be as follows:

1. the Audit Committee comprises Mr. Chen as the chairman, Ms. Li and Dr. Jiyu Zhang (“**Dr. Zhang**”) as members;
2. the Remuneration Committee comprises Ms. Li as the chairperson, and Mr. Jin and Mr. Wu as members; and
3. the Nomination Committee comprises Mr. Richard Qiangdong Liu as the chairman, and Dr. Zhang and Mr. Wu as members.

The Board would like to express its warmest welcome to Mr. Wu, Mr. Jin and Ms. Li in their new positions in the Company.

By order of the Board  
**JD Health International Inc.**  
**Mr. Enlin Jin**  
*Executive Director*

Hong Kong, April 7, 2022

*As at the date of this announcement and following the above resignations of Directors and appointment of the Director, the Board comprises Mr. Enlin Jin as the executive Director, Mr. Richard Qiangdong Liu and Mr. Qingqing Yi as non-executive Directors, and Mr. Xingyao Chen, Ms. Ling Li, Dr. Jiyu Zhang and Mr. Ying Wu as independent non-executive Directors.*