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Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2170)

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CLOSURE OF REGISTER OF MEMBERS OF H SHARES

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Suzhou Basecare Medical Corporation Limited (the “**Company**”) is pleased to announce that Mr. LAM Siu Wing (林兆榮) (“**Mr. Lam**”) has been nominated as an independent non-executive Director to fill the casual vacancy due to the resignation of Mr. CHAU Kwok Keung (鄒國強). Please refer to the announcement of the Company dated June 14, 2023 for details. The appointment of Mr. Lam as an independent non-executive Director will be proposed for consideration and, if thought fit, approval by the shareholders of the Company at the 2023 first extraordinary general meeting of the Company to be held on Thursday, July 13, 2023 (the “**EGM**”). Biographical details of Mr. Lam are set out as follows:

Mr. Lam, aged 63, has extensive experience in accounting, auditing and business consulting. From 2004 to 2020, Mr. Lam was a partner of both PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers in Hong Kong (collectively “**PricewaterhouseCoopers**”). He has served as (i) an independent non-executive director of Greatpower Nickel And Cobalt Materials Co., Ltd. (上海格派鎳鈷材料股份有限公司) since June 2022, and (ii) an independent non-executive director of Shanghai Fudan-Zhangjiang Bio-Pharmaceutical Co., Ltd. (上海復旦張江生物醫藥股份有限公司), whose shares are listed on the Stock Exchange of Hong Kong Limited (stock code: 1349), since May 2023. Mr. Lam graduated from Macquarie University in Australia with a bachelor degree of economics major in accounting in March 1985. In October 1989, he graduated from The University of New South Wales in Australia with a master degree of Commerce major in Finance. He is a fellow member of both Hong Kong Institute of Certified Public Accountants (HKICPA) and Chartered Accountants Australia and New Zealand (CAANZ, formerly known as the Institute of Chartered Accountants of Australia (ICAA)).

Mr. Lam has over 30 years of working experience in PricewaterhouseCoopers and has been a partner for 16 years. He has extensive experience in financial and audit practice. He has served many private and state-owned pharmaceutical companies in their IPO in Hong Kong and annual report audits, as well as many large pharmaceutical multinationals. Mr. Lam has a rich professional and industry background, and also extensive overseas study and working experience, which brings independent view and can be of great help to the international development of the Company.

If Mr. Lam is appointed as an independent non-executive Director at the EGM, the Company will enter into a letter of appointment with Mr. Lam in relation to his appointment as an independent non-executive Director for a term commencing from the date of approval of his appointment at the EGM and expiring on the conclusion of the first session of the Board. This term of office is determinable by either party serving on the other not less than three months' written notice, and subject to retirement by rotation and re-appointment in accordance with the articles of association of the Company (the "**Articles of Association**") and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). Upon the appointment, Mr. Lam will be entitled to an annual director fee of HK\$200,000 (before tax). The remuneration of Mr. Lam will be determined with reference to his duties and responsibilities in the Company and prevailing market conditions, and will be subject to review by the Board and the remuneration and appraisal committee of the Company (the "**Remuneration and Appraisal Committee**") from time to time. Mr. Lam has not entered into nor proposed to enter into any service contracts, which fall within the meanings of Rule 13.68 of the Listing Rules requiring the prior approval of shareholders of the Company at general meetings, with the Company.

As of the date of this announcement, save as disclosed above, Mr. Lam has confirmed that he: (i) does not hold any position in the Company or any other subsidiaries of the Company, nor did he hold any directorship or positions of supervisor in any other listed companies in Hong Kong or overseas in the last three years; (ii) does not have any relationship with any Directors, supervisors, senior management or substantial shareholders (as defined in the Listing Rules) of the Company; and (iii) does not have any interests in the shares or underlying shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Lam has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules and there is no other matter relating to his appointment that needs to be brought to the attention of the shareholders of the Company, and there is no other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The appointment of Mr. Lam as an independent non-executive Director is subject to the approval of the shareholders of the Company by way of an ordinary resolution at the EGM. A circular containing, among other things, details of the above proposal will be despatched to the Shareholders in due course.

The Board also proposes to appoint Mr. Lam as the chairman of the audit committee of the Company (the “**Audit Committee**”), a member of the Remuneration and Appraisal Committee and the nomination committee (the “**Nomination Committee**”) of the Company if his appointment as an independent non-executive Director has been approved by the shareholders of the Company by way of an ordinary resolution at the EGM. Upon the effect of the abovementioned appointments, the Company will re-comply with the requirements under Rule 3.10, 3.10A, 3.21, 3.25, 3.27A, 19A.18(1) of the Listing Rules, the requirement under article 3 of the terms of reference of the Audit Committee, the requirement under article 4 of the terms of reference of the Remuneration and Appraisal Committee and the requirement under article 3 of the terms of reference of the Nomination Committee.

CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The register of members of H Shares will be closed from Monday, July 10, 2023 to Thursday, July 13, 2023, both days inclusive, during which period no transfer of H Shares will be registered, in order to determine the holders of the H Shares of the Company who are entitled to attend and vote at the forthcoming EGM.

To be eligible to attend and vote at the EGM, all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, July 7, 2023 for registration.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

Suzhou, PRC, June 20, 2023

As of the date of this announcement, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Ms. YANG Ying as executive Directors; Mr. XU Wenbo and Mr. WANG Weipeng as non-executive Directors; and Dr. KANG Xixiong and Dr. HUANG Taosheng as independent non-executive Directors.