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Transcenta Holding Limited

創勝集團醫藥有限公司

(registered by way of continuation in the Cayman Islands with limited liability)

(Stock Code: 6628)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from August 23, 2023:

1. Dr. Jun Bao has resigned as an independent non-executive Director, the chairperson of the Remuneration Committee and a member of the Nomination Committee;
2. Ms. Helen Wei Chen has been appointed as an independent non-executive Director; and
3. Dr. Kumar Srinivasan has been appointed as the chairperson of the Remuneration Committee.

Resignation of independent non-executive Director

The board (the “**Board**”) of directors (the “**Directors**”) of Transcenta Holding Limited (the “**Company**”) announces that Dr. Jun Bao (“**Dr. Bao**”) has tendered his resignation as an independent non-executive Director with effect from August 23, 2023, due to his desire to devote more time to his other commitments.

Dr. Bao has confirmed that (i) he has no claim against the Company and there is no disagreement between him and the Board; and (ii) there are no matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation to Dr. Bao for his valuable contribution to the Board of the Company during his tenure of office.

Appointment of independent non-executive Director

The Board is pleased to announce that Ms. Helen Wei Chen (“**Ms. Chen**”) has been appointed as an independent non-executive Director with effect from August 23, 2023.

The biographical details of Ms. Chen are set out below:

Ms. Chen, aged 56, serves as the global sector co-head for the healthcare practice and the Greater China managing partner of L.E.K. Consulting based in Shanghai. Ms. Chen has over 30 years of consulting and industry experience in the U.S. and Asia markets and has lived in China since 2000. Ms. Chen helps companies expand their presence in China and Asia, and leverages Asia's innovation to improve their global businesses. Ms. Chen was named one of Consulting magazine's Global Leaders in Consulting in 2019. Ms. Chen is a frequent speaker and author on the opportunities and issues in the China healthcare and life sciences industry, and has been quoted by publications including BioCentury, BioWorld, In Vivo, Wall Street Journal, Financial Times and Forbes Asia. Prior to joining L.E.K., Ms. Chen was an associate director of finance at Genentech Inc. (a wholly-owned member of the Roche Group, which is listed on OTCQX, stock code: RHHBY) and a sales planner at Abbott Laboratories (subsequently split to AbbVie Inc., which is listed on NYSE, stock code: ABBV). Ms. Chen received her A.B. cum laude in applied mathematics from Harvard University.

Ms. Chen has entered into a letter of appointment with the Company for a term of three years commencing from August 23, 2023 and until terminated by either party by giving at least three months' notice. Ms. Chen is subject to retirement by rotation and re-election at the forthcoming annual general meeting in accordance with the memorandum and articles of association of the Company and the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). Ms. Chen will receive a director's fee of RMB200,000 per annum and is entitled to additional benefits (including any options and/or awards under the rules of any share option scheme or share award scheme to be adopted by the Company) at the Board's discretion, which has been determined by the Board upon recommendation of the remuneration committee of the Board with reference to her qualifications, experiences, duties and responsibilities with the Company and prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Ms. Chen (i) does not hold any other directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three (3) years; (ii) does not hold any other position in the Company or members of the Group; (iii) does not, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO; and (iv) does not have any relationship with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined under the Listing Rules) of the Company.

Ms. Chen has confirmed her independence in accordance with Rule 3.13 of the Listing Rules. Save as disclosed above, the Board is not aware of any other matters relating to the appointment of Ms. Chen that need to be brought to the attention of the Shareholders, nor is there any other information which is required to be disclosed by the Company pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend a warm welcome to Ms. Chen on her appointment.

Change in composition of Board committees

Dr. Bao also ceased as the chairperson of the Remuneration Committee and the member of the Nomination Committee with effect from August 23, 2023. Following the resignation of Dr. Bao, the Board further announces that Dr. Kumar Srinivasan has been appointed as the chairperson of the Remuneration Committee with effect from August 23, 2023.

By Order of the Board
Transcenta Holding Limited
Xueming Qian
*Executive Director and Chief
Executive Officer*

Hong Kong, August 22, 2023

As at the date of this announcement, the board of directors of the Company comprises Dr. Xueming Qian as executive Director and chief executive officer, Mr. Xiaolu Weng as executive Director, Dr. Yining Zhao as chairman and non-executive Director, and Mr. Jiasong Tang, Dr. Jun Bao, Mr. Zhihua Zhang and Dr. Kumar Srinivasan as independent non-executive Directors.