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GENOR BIOPHARMA HOLDINGS LIMITED

嘉和生物藥業(開曼)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6998)

ANNOUNCEMENT

(1) CHANGE OF NON-EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE; AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEE

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Genor Biopharma Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Chen Yu (“**Mr. Chen**”) has tendered his resignation as a non-executive Director and an authorised representative (“**Authorised Representative**”) of the Company under Rule 3.05 of The Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) due to his decision to devote more time on his other business commitments, with effect from 2 January 2024.

Mr. Chen has confirmed that (i) he has no claim against the Company in respect of his resignation; (ii) there is no disagreement between him and the Board; and (iii) there are no matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company (the “**Shareholders**”) in relation to his resignation.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen for his valuable contribution to the Company during his tenure of office as a non-executive Director, an Authorised Representative and a member of the Compensation Committee.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The Board is pleased to announce that Mr. Yu Tieming (“**Mr. Yu**”) is appointed as a non-executive Director and an Authorised Representative with effect from 2 January 2024.

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

Mr. Yu, aged 42, is currently a partner at Hillhouse Investment. From July 2006 to October 2011, Mr. Yu served as the manager of Global Capital Market Group at PricewaterhouseCoopers Zhong Tian LLP. From October 2011 to May 2014, Mr. Yu served as the manager of Capital Market and Accounting Consulting Services at PricewaterhouseCoopers of Sydney. From May 2014 to February 2016, Mr. Yu served as the senior investment manager at Keytone Ventures. Since February 2016, Mr. Yu has joined Hillhouse Investment and now serves as a partner. From April 2021 to May 2022, Mr. Yu has also served as a director of Zhejiang Hisun Pharmaceutical Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 600267.SH).

Mr. Yu holds a Bachelor Degree in Financial Management from Northern Jiaotong University (currently known as Beijing Jiaotong University), a Master’s Degree in Accounting from Beijing Jiaotong University and an EMBA Degree from China Europe International Business School (CEIBS). Mr. Yu is also a member of the Chinese Institute of Certified Public Accountants (CICPA) and CPA Australia.

Mr. Yu has entered into a letter of appointment as a non-executive Director with the Company for an initial term of three years with effect from 2 January 2024, and renewable automatically thereafter for successive periods of three years until terminated by giving to the other party no less than three months prior notice in writing. Pursuant to the letter of appointment, Mr. Yu is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Yu is not entitled to any remuneration and benefits as the non-executive Director of the Company, which was determined with reference to the Company’s current policy and structure of the remuneration of Directors.

As at the date of this announcement, Mr. Yu is not interested or deemed to be interested in any underlying shares or debentures of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement (i) Mr. Yu has not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong and overseas in the past three years, nor any other major appointments or professional qualifications; (ii) Mr. Yu does not hold any other positions in the Company and other members of the Group; and (iii) Mr. Yu is not related to any directors, senior management, or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there is no other information relating to the appointment of Mr. Yu that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matter that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to extend a warm welcome to Mr. Yu on his appointment.

CHANGE OF COMPOSITION OF THE COMPENSATION COMMITTEE

Following Mr. Chen's resignation as a non-executive Director, he has ceased to be a member of the compensation committee of the Board (the "**Compensation Committee**"). Mr. Yu, the newly appointed non-executive Director, is appointed as a member of the Compensation Committee, with effect from 2 January 2024.

Accordingly, the Compensation Committee comprises Mr. Chen Wen as the chairman of the Compensation Committee, and Mr. Fung Edwin and Mr. Yu as members of the Compensation Committee.

By Order of the Board
Genor Biopharma Holdings Limited
Dr. Guo Feng
Chief Executive Officer and Chairman

Hong Kong, 2 January 2024

As at the date of this announcement and following the above resignation and appointment of Directors, the Board comprises Dr. GUO Feng (Chief Executive Officer and Chairman) as an executive Director; Dr. LYU Dong, Mr. YU Tieming and Mr. LIU Yi as non-executive Directors; and Mr. ZHOU Honghao, Mr. FUNG Edwin and Mr. CHEN Wen as independent non-executive Directors.