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Asymchem Laboratories (Tianjin) Co., Ltd.
凱萊英醫藥集團(天津)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6821)

**RESIGNATION AND PROPOSED APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR**

I. RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Asymchem Laboratories (Tianjin) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that, due to his personal reasons to focus on other commitments, Mr. Wang Qingsong (王青松) (“**Mr. Wang**”) has tendered to the Board his resignation from the positions of an independent non-executive director of the Company (the “**independent non-executive Director**”), a member of the audit committee under the Board (the “**Audit Committee**”), a member of the nomination committee under the Board (the “**Nomination Committee**”) and the chairman of the remuneration and examination committee under the Board (the “**Remuneration and Examination Committee**”). Upon the resignation taking effect, Mr. Wang will no longer hold any position in the Company.

Mr. Wang has confirmed that he has no disagreement with the Board and there is no matter relating to his 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.

Prior to the appointment of the new independent non-executive Director that satisfies the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Mr. Wang will continue to perform his duties as an independent non-executive Director, a member of the Audit Committee, a member of the Nomination Committee and the chairman of the Remuneration and Examination Committee.

II. PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board proposes the appointment of Mr. Hou Xinyi (侯欣一) (“**Mr. Hou**”) as an independent non-executive Director. Mr. Hou will also be a member of the Audit Committee, a member of the Nomination Committee and the chairman of the Remuneration and Examination Committee, all effective from the date of approval of his appointment at the general meeting of the Company (the “**General Meeting**”).

Biographical details of Mr. Hou are as follows:

Mr. Hou, born in 1960, is a member of the Chinese Peasants and Workers Democratic Party (中國農工民主黨), a juris doctor and a professor of law. He owns Chinese nationality with no right of abode abroad. From September 1983 to May 2000, he worked as a lecturer at Northwest University of Political Science and Law (西北政法大學). From May 2000 to September 2016, he served as a professor and doctoral advisor at the law school of Nankai University (南開大學). Since September 2016, he has been a professor and doctoral advisor at the law school of Tianjin University of Finance and Economics (天津財經大學).

Mr. Hou's main research direction is Chinese legal history. He has profound knowledge in the fields of traditional Chinese civil law, China's modern and contemporary judicial systems, and the legal history of the Communist Party of China. He had presided over and completed a number of projects such as the National Social Science Fund projects, the social science projects of the Ministry of Justice of the People's Republic of China (the "PRC") (中華人民共和國司法部), the social science projects of the Ministry of Education of the PRC (中國教育部), and the scientific research projects of the Supreme People's Court of the PRC (中國最高人民法院). He also published many individual academic works and dozens of academic papers, and won Tianjin Social Science Excellent Achievement Award (天津市社會科學優秀成果獎) and Teaching and Scientific Research Achievement Award from the Ministry of Justice (司法部教學科研成果獎) several times. From October 2013 to October 2023, he served as the executive chairman of the China Institute of Legal History (中國法律史學會). From 2007 to 2023, he served as the deputy chairman of the Committee of Tianjin Municipality of the Chinese Peasants and Workers Democratic Party (農工民主黨天津市委員會). From 2008 to 2018, he served as a member of the National Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議全國委員會). Mr. Hou currently serves as a special prosecutor (特約檢察員) of the Supreme People's Procuratorate of the PRC (中國最高人民檢察院).

Since May 2020, Mr. Hou has been an independent director of Vcanbio Cell & Gene Engineering Co., Ltd.(中源協和細胞基因工程股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600645.SH)). Since October 2022, Mr. Hou has been an independent director of Tianjin Troila Information Technology Co., Ltd. (天津卓朗信息科技股份有限公司) (a company listed on the Shanghai Stock Exchange (stock code: 600225.SH)).

The above proposed appointment of independent non-executive Director is subject to the approval by the Shareholders by way of ordinary resolution at the General Meeting. Subject to the approval at the General Meeting, the term for Mr. Hou's appointment as an independent non-executive Director shall commence upon the approval by the Shareholders at the General Meeting and shall end on the expiry of the term of the fourth session of the Board.

Save as disclosed above, as at the date of this announcement, Mr. Hou had confirmed that: (i) he did not hold directorship in any other listed companies in Hong Kong or overseas for the last three years, nor any position in the Company or any of its subsidiaries; (ii) he did not have any relationship with any director, supervisor, senior management or substantial or controlling shareholder (as defined under the Listing Rules) of the Company; and (iii) he did not have any interest in the shares of the Company within the meaning under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement, Mr. Hou had confirmed (i) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (ii) that he had no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) that there were no other factors that may affect his independence at the time of his appointment. Save as disclosed above, there were no other matters related to his appointment that need to be brought to the attention of the Shareholders; and there was no other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Upon approval of the appointment of Mr. Hou at the General Meeting, the Company will enter into an appointment letter with Mr. Hou. As an independent non-executive Director, Mr. Hou will receive a director's emolument of RMB150,000 (tax inclusive) from the Company each year, which is determined by the Board, under the recommendation from the Remuneration and Examination Committee, with reference to his background, qualification, experience, duties and responsibilities within the Company and the prevailing market conditions.

III. GENERAL

A circular containing, among others, the details of the resolution on the appointment of independent non-executive Director, together with the notice of the General Meeting, will be dispatched to the Shareholders in due course.

The Board would like to express its sincere gratitude to Mr. Wang for his valuable contribution and services to the Company during his tenure of office, and welcome Mr. Hou for joining the Board.

By order of the Board
Asymchem Laboratories (Tianjin) Co., Ltd.
Dr. Hao Hong

Chairman of the Board, Executive Director and Chief Executive Officer

Tianjin, February 5, 2024

As at the date of this announcement, the Board of Directors of the Company comprises Dr. Hao Hong as the Chairman of the Board of Directors and executive Director, Ms. Yang Rui, Mr. Zhang Da and Mr. Hong Liang as executive Directors, Dr. Ye Song and Ms. Zhang Ting as non-executive Directors, and Ms. Sun Xuejiao, Mr. Wang Qingsong and Mr. Lee, Kar Chung Felix as independent non-executive Directors.