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# 國藥控股股份有限公司 SINOPHARM GROUP CO. LTD.\*

*(A joint stock limited company incorporated in the People's Republic of China with limited liability and carrying on business in Hong Kong as 國控股份有限公司)*  
(Stock Code: 01099)

## ANNOUNCEMENT CHANGE OF DIRECTORS AND PRESIDENT

### PROPOSED APPOINTMENT OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Sinopharm Group Co. Ltd. (the “**Company**”) hereby announces that it resolved to propose to appoint Mr. Zhao Bingxiang (“**Mr. Zhao**”) as the non-executive Director and Mr. Lian Wanyong (“**Mr. Lian**”) as the executive Director (the “**Proposed Appointment of Directors**”) on 27 August 2024.

The above Proposed Appointment of Directors was proposed by the nomination committee of the Board (the “**Nomination Committee**”) according to the nomination procedures for Directors of the Company and based on the needs of the Company and has submitted to the Board for review after considering the Director candidates’ relevant qualifications by the Nomination Committee, and will then be submitted by the Board to the extraordinary general meeting for final approval.

In accordance with the articles of association of the Company (the “**Articles of Association**”), the above Proposed Appointment of Directors are subject to the approval by the shareholders of the Company (the “**Shareholders**”) at the extraordinary general meeting of the Company.

\* *The Company is registered as a non-Hong Kong company under the Hong Kong Companies Ordinance under its Chinese name and the English name “Sinopharm Group Co. Ltd.”.*

Upon the approval of the above Proposed Appointment of Directors by the Shareholders, the Company will enter into a service contract with each of them. The term of office of each of them as a Director will commence from the date of approval by the Shareholders and end on the expiration of the term of the current session of the Board. Pursuant to the Articles of Association, each of them will be subject to retirement by rotation and re-election upon the expiry of his term of office. The remuneration of each of them for serving as a non-executive Director and executive Director will be determined by the Board according to the authorisation granted at the general meeting of the Company and in accordance with the Company's remuneration standard regarding Directors. Currently, according to the Company's 2024 remuneration standard, non-executive Directors will not receive any remuneration from the Company; executive Directors will receive remuneration based on the performance appraisal, incentive measures and annual salary standard settlement.

## **BIOGRAPHIES OF MR. ZHAO AND MR. LIAN**

**Mr. Zhao Bingxiang**, aged 52, holds a bachelor's degree from the School of Pharmacy of Shenyang Pharmaceutical University, a master's degree from the Peking University School of Pharmaceutical Sciences, and a doctoral degree from the College of Chemical and Biological Engineering, Zhejiang University and is a professor-level senior engineer in China. Mr. Zhao served as a regional sales manager and a marketing officer of San-jiu Pharmaceutical Trade Co., Ltd. (三九醫藥貿易有限公司), a deputy general manager of San-jiu Tongda Pharmaceutical Co., Ltd. (三九同達藥業有限公司), a senior researcher of the R&D center of China Resources Sanjiu Medical & Pharmaceutical Co., Ltd. (華潤三九醫藥股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 000999) ("**CR Sanjiu**"), the general manager of China Resources Sanjiu (Ya'an) Pharmaceutical Co., Ltd. (華潤三九(雅安)藥業有限公司), the chairman and the general manager of China Resources Zizhu Pharmaceutical Co., Ltd. (華潤紫竹藥業有限公司), a vice president of China Resources Pharmaceutical Group Limited (a company listed on The Stock Exchange of Hong Kong Limited, stock code: 03320) ("**China Resources Pharmaceutical**"), and a director and the president of CR Sanjiu. Mr. Zhao has received twice the State Scientific and Technological Progress Award – second-class, as well as other awards including the Sichuan Patent Award – special prize and the Sichuan Scientific and Technological Progress Award – first-class. Mr. Zhao currently serves as a professor and doctoral tutor at Shenyang Pharmaceutical University and a professor at School of Medicine of Zhejiang University; previously served as the vice chairman of the Science and Technology Association of China Resources Group, a deputy director of the Academic Committee of the NMPA Key Laboratory for Quality Research and Evaluation of Traditional Chinese Medicine, and a deputy director of the Pharmaceutical Clinical Evaluation Research Professional Committee of the China Association of Traditional Chinese Medicine. Mr. Zhao joined in China National Pharmaceutical Group Co., Ltd. in March 2024, and is currently a director and the general manager of China National Pharmaceutical Group Co., Ltd.

**Mr. Lian Wanyong**, aged 53, holds a master's degree in medicine from Zhongshan Medical Sciences University and a master's degree in business administration from the University of Miami and is an associate chief pharmacist. Mr. Lian successively served as the deputy director of the financial assets management department, a director of the investment management department and the deputy director of policy research office of China National Pharmaceutical Group Co., Ltd. Mr. Lian successively served as a Director and supervisor of the Company from December 2008 to January 2018, and served as a vice president and a member of Party Committee of the Company, a director of China National Accord Medicines Corporation Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 000028) and a director of China National Medicines Corporation Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600511) from January 2018 to September 2022. Mr. Lian served as a director, the president and the deputy secretary of Party Committee of Shanghai Shyndec Pharmaceutical Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600420) from September 2022 to August 2024.

Save as disclosed above, as at the date of this announcement, Mr. Zhao and Mr. Lian did not have any relationship with any Director, senior management or substantial or controlling Shareholder of the Company, or have 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, as at the date of this announcement, Mr. Zhao and Mr. Lian did not hold any other positions in the Company or any of its subsidiaries, or any directorship in other listed companies in the last three years.

Save as disclosed above, the Company is not aware of any other matter that needs to be brought to the attention of the Shareholders or any matter in relation to the Proposed Appointment of Directors that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

A circular containing, among other things, details of the Proposed Appointment of Directors and a notice of the extraordinary general meeting of the Company will be despatched to the Shareholders on or around 29 August 2024 according to the manner in which the Shareholders have elected to receive corporate communications.

## **ELECTION OF THE CHAIRMAN OF THE BOARD**

The Board hereby announces that it resolved to elect Mr. Zhao Bingxiang as the Chairman of the Board on 27 August 2024. Mr. Zhao's position as the Chairman of the Board shall take effect upon the approval of his appointment as a non-executive Director by the Shareholders at the extraordinary general meeting of the Company.

## **APPOINTMENT OF THE PRESIDENT OF THE COMPANY**

The Board hereby announces that it resolved to appoint Mr. Lian Wanyong as the President of the Company on 27 August 2024 with immediate effect.

## **RESIGNATION OF DIRECTORS**

The Board hereby announces that on 27 August 2024, due to work needs, Mr. Yu Qingming (“**Mr. Yu**”) ceased to be the Chairman of the Board, an executive Director as well as the chairman of the Nomination Committee, the chairman of the strategy and investment committee of the Board (the “**Strategy and Investment Committee**”) and a member of the legal and compliance and environmental, social and governance committee of the Board (the “**Legal and Compliance and Environmental, Social and Governance Committee**”); Mr. Liu Yong (“**Mr. Liu**”) ceased to be an executive Director, the President and a member of the Strategy and Investment Committee and a member of the Legal and Compliance and Environmental, Social and Governance Committee. The above arrangements took effect immediately. China National Pharmaceutical Group Co., Ltd. will make other appointments for Mr. Yu and Mr. Liu.

The Board further announces that on 27 August 2024, due to work needs, Mr. Hu Jianwei (“**Mr. Hu**”) ceased to be a non-executive Director, a member of the Nomination Committee and a member of the Strategy and Investment Committee; Mr. Deng Jindong (“**Mr. Deng**”) ceased to be a non-executive Director and a member of the Strategy and Investment Committee. The above arrangements took effect immediately.

Mr. Yu, Mr. Liu, Mr. Hu and Mr. Deng have confirmed that they have no disagreement with the Board and there is no other matter relating to their resignation that needs to be brought to the attention of the Shareholders and creditors of the Company.

During the term of office, Mr. Yu, Mr. Liu, Mr. Hu and Mr. Deng diligently and faithfully performed their duties. The Board would like to take this opportunity to express its sincere gratitude to their contribution to the sustainable and stable development and the continuous improvement of the corporate governance level of the Company.

By order of the Board  
**Sinopharm Group Co. Ltd.**  
**Wu Yijian**  
*Company Secretary*

Shanghai, the PRC  
27 August 2024

*As at the date of this announcement, the non-executive directors are Mr. Chen Qiyu, Mr. Wang Kan, Mr. Wang Peng, Mr. Wen Deyong, Mr. Li Dongjiu and Ms. Feng Rongli; and the independent non-executive directors are Mr. Chen Fangruo, Mr. Li Peiyu, Mr. Wu Tak Lung, Mr. Yu Weifeng and Mr. Shi Shenghao.*