

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



INNOCARE

诺诚健华

InnoCare Pharma Limited

諾誠健華醫藥有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 9969)

**(1) RESIGNATION OF NON-EXECUTIVE DIRECTOR
(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of InnoCare Pharma Limited (the “**Company**”) hereby announces that Mr. Ming Jin (“**Mr. Jin**”) has tendered his resignation as a non-executive Director with effect from 25 September 2024, to devote more time on his primary responsibilities as a partner in Beijing Hankang Venture Capital Management Co., Ltd. (北京漢康創業投資管理有限公司).

Mr. Jin has confirmed that he has no disagreement with the Board and there are no matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to thank Mr. Jin for his contributions to the Company during his tenure of office as a non-executive Director.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that Dr. Kaixian Chen (“**Dr. Chen**”) has tendered his resignation as an independent non-executive Director, a member of each of the audit committee (the “**Audit Committee**”), the compensation committee (the “**Compensation Committee**”) and the nomination committee (“**Nomination Committee**”) of the Board with effect from 25 September 2024, as he needs more time for his dedication in academic research as an academician of the Chinese Academy of Sciences.

Dr. Chen has confirmed that he has no disagreement with the Board and there are no matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to thank Dr. Chen for his contributions to the Company during his tenure of office as an independent non-executive Director and members of the relevant board committees.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that, concurrent with the resignation of Dr. Chen as a member of each of the Audit Committee, the Compensation Committee and the Nomination Committee, Dr. Dandan Dong, an independent non-executive Director, has been appointed as a member of each of the Audit Committee, the Compensation Committee and the Nomination Committee.

Following the resignation of Dr. Chen, the Company has in place two independent non-executive Directors, which results in the need for the Company to fulfil the minimum number of independent non-executive Directors required under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) within three months from the date of resignation of Dr. Chen.

The Company will use its best endeavour to identify suitable candidate to fill up the vacancy of independent non-executive Director in any event within three months from the date of resignation of Dr. Chen as required under Rules 3.11 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By Order of the Board
InnoCare Pharma Limited
Dr. Jisong Cui
Chairperson and executive Director

Hong Kong, 25 September 2024

As at the date of this announcement, the Board of Directors comprises Dr. Jisong Cui as Chairperson and executive Director, Dr. Renbin Zhao as executive Director, Dr. Yigong Shi and Mr. Ronggang Xie as non-executive Directors, and Ms. Lan Hu and Dr. Dandan Dong as independent non-executive Directors.