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優然牧業
YOURAN DAIRY

China Youran Dairy Group Limited

中國優然牧業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9858)

CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of China Youran Dairy Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, with effect from March 28, 2025:

- (1) Mr. Yuan Jun (“**Mr. Yuan**”) has resigned as an executive Director, chairman of the Board (the “**Chairman**”) and president of the Company due to other work commitments; and
- (2) Mr. Qiu Zhongwei (“**Mr. Qiu**”) has resigned as a non-executive Director and a member of the audit committee of the Company due to other work commitments.

Each of Mr. Yuan and Mr. Qiu has confirmed that he has no disagreement with the Board and is not aware of any matters relating to their respective resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholder(s)**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board wishes to express its sincere gratitude to Mr. Yuan and Mr. Qiu for their valuable contribution to the Group during their term of office in the Company.

APPOINTMENT OF DIRECTORS

The Board is pleased to announce that, with effect from March 28, 2025:

- (1) Mr. Hao Haijun (郝海軍) (“**Mr. Hao**”) has been appointed as an executive Director, Chairman and president of the Company; and
- (2) Ms. Meng Yilan (孟一蘭) (“**Ms. Meng**”) has been appointed as an executive Director of the Company.

The biographical details of Mr. Hao and Ms. Meng are set out below.

Mr. Hao Haijun

Mr. Hao Haijun (郝海軍), aged 44, joined the Group in November 2024 and was appointed as the executive deputy general manager of Inner Mongolia Youran Dairy Co., Ltd. (“**Inner Mongolia Youran**”). On March 28, 2025, he was appointed as an executive Director, the Chairman and the president of the Company. He is primarily responsible for the strategic planning, Board management and overall operational management of the Group.

Mr. Hao graduated from Inner Mongolia Building Material Industry School (內蒙古建材工業學校, now known as Inner Mongolia Vocational College of Chemical Engineering) in 1999, and graduated from China Central Radio and TV University (中央廣播電視大學) in 2009, majoring in administrative management. Mr. Hao joined Inner Mongolia Yili Industrial Group Co., Ltd. (“**Yili**”, together with its subsidiaries from time to time, collectively “**Yili Group**”) in March 2000. He served as the general manager of a number of subsidiaries of Yili Group, the deputy director of procurement of the supply and security department (供應保障部) of Yili Group, and the head of the production management department (生產管理部), the head of the logistics management department (物流管理部) and the head of production system of the liquid milk division (液態奶事業部) of Yili Group. Mr. Hao has been deeply involved in the dairy industry for over 24 years, accumulating extensive expertise in key areas such as operation management, lean production, and supply chain management.

Mr. Hao was also appointed as the chairman of the board and general manager of Inner Mongolia Youran on March 28, 2025.

Pursuant to code provision C.2.1 of the Corporate Governance Code (the “**Corporate Governance Code**”) as set out in Appendix C1 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from, the requirement that the roles between the chairman and president should be separate and should not be performed by the same individual. After careful evaluation by the nomination committee of the Company (the “**Nomination Committee**”) and unanimous recognition by the Board, Mr. Hao’s concurrent roles as the Chairman and the president of the Company, although deviating from the provisions of the Corporate Governance Code, are deemed beneficial to ensuring the unity and consistency of the Group’s strategic decision-making and effectively enhancing the efficiency of strategic execution, given his extensive strategic decision-making experience and outstanding operation management capabilities in the dairy industry. The Board believes that the balance of power and authority for such arrangement will not be impaired, and it will continue to assess the effectiveness of the governance structure and consider splitting the roles of Chairman and the president of the Company at a time when it is appropriate.

Ms. Meng Yilan

Ms. Meng Yilan (孟一蘭), aged 37, was appointed as an executive Director of the Company on March 28, 2025. She is primarily responsible for the Group’s digital transformation, digital technology and network information security management.

Ms. Meng graduated from Inner Mongolia Normal University in July 2011 with a bachelor's degree in electronic information science and technology and obtained the qualification of certified information security professional (CISP) in July 2021 issued by China Information Technology Security Evaluation Center (中國信息安全測評中心). Ms. Meng joined Yili Group in May 2011 and served as an IT (information technology) asset manager and a system management engineer. Subsequently, Ms. Meng joined the Group in August 2016 and served as system engineer, information manager, IT manager and system application manager. In April 2022, she was promoted to the deputy director of information of the Group. Ms. Meng has over 13 years of rich experience in the information security and information technology industry.

In accordance with the articles of association of the Company (the “**Articles**”), each of Mr. Hao and Ms. Meng will hold office as a Director of the Company only until the first annual general meeting of the Company after their appointments and shall then be eligible for re-election at that meeting. Each of Mr. Hao and Ms. Meng has entered into an executive Director service contract with the Company for an initial term of three years commencing from March 28, 2025, subject to retirement by rotation and re-election at the annual general meeting in accordance with the Articles. Save for any discretionary bonus and share-based compensation which the Company may, in its sole discretion, determine with reference to the Company's business performance and their individual performance of duty, or those otherwise determined by the Board or the remuneration committee of the Company (the “**Remuneration Committee**”), Mr. Hao and Ms. Meng are not entitled to any remuneration in their capacity as a Director.

Save as disclosed above, as at the date of this announcement, each of Mr. Hao and Ms. Meng has confirmed that he/she (i) does not hold any other position with the Company or other members of the Group; (ii) did not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not hold any other major appointments or professional qualifications; (iv) does not have any relationship with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; and (v) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters relating to Mr. Hao and Ms. Meng's appointments that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its warmest welcome to Mr. Hao and Ms. Meng for their joining into the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that with effect from March 28, 2025:

1. The environmental, social and governance committee of the Company consists of 3 members, namely Mr. Yao Feng, Ms. Xie Xiaoyan and Mr. Shen Jianzhong. Mr. Yao Feng replaces Mr. Shen Jianzhong as the chairperson of the committee.

2. The Nomination Committee consists of 3 members, namely Mr. Hao Haijun, Ms. Xie Xiaoyan and Mr. Yao Feng. Mr. Hao Haijun replaces Mr. Yao Feng as the chairperson of the committee. Mr. Shen Jianzhong and Mr. Xu, Zhan Kevin resigned as members of the committee.
3. The audit committee of the Company consists of 3 members, namely Ms. Xie Xiaoyan, Mr. Yao Feng and Mr. Shen Jianzhong. Ms. Xie Xiaoyan serving as the chairperson. Mr. Qiu Zhongwei resigned as a member of the committee.

The composition of the Remuneration Committee will remain unchanged. As a result of the abovementioned changes, the composition of the Board committees is as follows:

	Audit Committee	Remuneration Committee	Nomination Committee	Environmental, Social and Governance Committee
Mr. Hao Haijun			C	
Mr. Dong Jiping				
Ms. Meng Yilan				
Mr. Xu Jun		M		
Mr. Yang Huicheng				
Mr. Xu, Zhan Kevin				
Ms. Xie Xiaoyan	C	M	M	M
Mr. Yao Feng	M		M	C
Mr. Shen Jianzhong	M	C		M

Notes:

C – Chairperson of the relevant Board committee

M – Member of the relevant Board committee

By order of the Board
China Youran Dairy Group Limited
Hao Haijun
Chairman and Executive Director

Hohhot, March 28, 2025

As at the date of this announcement, the executive Directors are Mr. Hao Haijun, Mr. Dong Jiping and Ms. Meng Yilan; the non-executive Directors are Mr. Xu Jun, Mr. Yang Huicheng and Mr. Xu, Zhan Kevin; and the independent non-executive Directors are Ms. Xie Xiaoyan, Mr. Yao Feng and Mr. Shen Jianzhong.