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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 PROPOSED CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Sinopharm Group Co. Ltd. (the “**Company**”) hereby announces that on 25 April 2025, due to attainment of the term of service of independent non-executive director as stipulated in the Rules of Procedure of Board of Directors of the Company, Mr. Chen Fangruo tendered his resignation as an independent non-executive Director, a member of the nomination committee of the Board (the “**Nomination Committee**”) and a member of the strategy and investment committee of the Board, which shall take effect from the appointment of his replacement at the general meeting of the Company.

Mr. Chen Fangruo confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders (the “**Shareholders**”) and creditors of the Company.

During the term of office, Mr. Chen Fangruo diligently and faithfully performed his duties. The Board would like to take this opportunity to express its sincere gratitude to his contribution to the sustainable and stable development and the continuous improvement of the corporate governance level 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.”.*

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

On the same day, the Board resolved to propose to appoint Mr. Chen Weiru (“**Mr. Chen**”) as an independent non-executive Director (the “**Proposed Appointment of Director**”).

The Proposed Appointment of Director was proposed by 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 candidate’s relevant qualification by the Nomination Committee, and will then be submitted by the Board to the general meeting for final approval. Mr. Chen has confirmed that he has satisfied the requirement of independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and has no past or present financial or other interest in the business of the Company and its subsidiaries or any connection with any core connected persons of the Company, and there are no other factors that may affect his independence. In proposing Mr. Chen as the candidate for the independent non-executive Director, the Board has considered his independence confirmation, skills, background, knowledge and experience. In particular, Mr. Chen possesses extensive experience in strategy formulation and corporate management. Mr. Chen can provide valuable perspectives and contribute to the diversity of the Board by leveraging his education, background, professional experience and practice.

In accordance with the articles of association of the Company (the “**Articles of Association**”), the Proposed Appointment of Director is subject to the approval by the Shareholders at the general meeting of the Company.

Upon the approval of the Proposed Appointment of Director by the Shareholders, the Company will enter into a service contract with Mr. Chen, and Mr. Chen’s term of office as a Director shall commence from the date of his appointment by the general meeting and end on the expiration of the term of the current session of the Board. Pursuant to the Articles of Association, Mr. Chen will be subject to retirement by rotation and re-election upon the expiry of his term of office. The remuneration of Mr. Chen will be RMB350,000 per annum (before tax), which is determined by the Board according to the authorization to be granted at the general meeting of the Company and in accordance with the Company’s 2025 remuneration standard regarding independent non-executive Directors and shall become effective after the general meeting approves the authorization to the Board to determine the 2025 remuneration of the Directors and the appointment of Mr. Chen as a Director.

BIOGRAPHY OF MR. CHEN

Mr. Chen Weiru, aged 54, holds a doctor of philosophy in strategic management from Purdue University in the United States. Mr. Chen currently serves as an associate professor of strategy at China Europe International Business School (中歐國際工商學院). Prior to that, he served as the chief strategy officer of Cainiao Network and the director of Industry Internet Center of Alibaba Group from July 2017 to July 2020. Mr. Chen currently serves as an independent non-executive director of Country Garden Services Holdings Company Limited (碧桂園服務控股有限公司) (a company listed

on the Main Board of the Hong Kong Stock Exchange, stock code: 06098), an independent director of TAL Education Group (好未來教育集團) (a company listed on the New York Stock Exchange, stock code: TAL), an independent director of Opple Lighting Co., LTD. (歐普照明股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 603515), an independent director of Jack Technology Co., Ltd. (傑克科技股份有限公司) (formerly known as Jack Sewing Machine Co., Ltd. (傑克縫紉機股份有限公司), a company listed on the Shanghai Stock Exchange, stock code: 603337), an independent non-executive director of Vision Deal HK Acquisition Corp. (a special purpose acquisition company listed on the Main Board of the Hong Kong Stock Exchange, stock code: 07827), and an independent director of Universal Vision Biotechnology Co., Ltd. (大學光學科技股份有限公司) (a company listed on the Taipei Exchange, stock code: 3218). In the past three years, Mr. Chen previously served as an independent director of Fangdd Network Group Ltd. (房多多網絡集團有限公司) (a company listed on the Nasdaq Stock Exchange, stock code: DUO), an independent director of Blue City Holdings Limited (藍城兄弟控股有限公司) (a company listed on the Nasdaq Stock Exchange, stock code: BLCT, which withdrawn from listing in August 2022), an independent director of WPG Holdings Limited (大聯大控股股份有限公司) (formerly known as 大聯大投資控股股份有限公司, a company listed on the Taiwan Stock Exchange, stock code: 3702) and an independent director of Dian Diagnostics Group Co., Ltd. (迪安診斷技術集團股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300244).

Notwithstanding Mr. Chen currently has served as an independent director of six listed companies, Mr. Chen believes that he still has sufficient time to discharge his duties as a Director, based on the following factors: (1) Mr. Chen's involvement in other listed companies as an independent director does not require him to participate in the day-to-day management of these companies and does not require him to devote substantial time and attention as is required for senior management of listed companies; (2) Mr. Chen did not hold any senior management position in the other listed companies; (3) Mr. Chen's experience as an independent non-executive director of companies listed in Hong Kong would facilitate his understanding of corporate governance and his proper discharge of responsibilities as a Director; (4) Mr. Chen has undertaken to devote sufficient time and attention to affairs of the Company. Taking into the above reasons, the Board believes that Mr. Chen will be able to devote sufficient time to the Company and will be able to discharge his duties as an independent non-executive Director.

Save as disclosed above, as at the date of this announcement, Mr. Chen 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. Chen 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 Director that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

A circular containing, among other things, details of the Proposed Appointment of Director will be despatched to the Shareholders of the Company in due course according to the manner in which the Shareholders have elected to receive corporate communications.

By order of the Board
Sinopharm Group Co. Ltd.
Zhao Bingxiang
Chairman

Shanghai, the PRC
25 April 2025

As at the date of this announcement, the executive Directors are Mr. Lian Wanyong and Mr. Sun Jinglin; the non-executive Directors are Mr. Zhao Bingxiang, Mr. Chen Qiyu, Mr. Hu Ligang, Mr. Zu Jing, Mr. Xing Yonggang, 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.