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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 NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Sinopharm Group Co. Ltd. (the “**Company**”) hereby announces that on 16 May 2025, due to attaining the age of retirement, Mr. Li Dongjiu (“**Mr. Li**”) tendered his resignation as a non-executive Director, a member of the audit committee of the Board and a member of the strategy and investment committee of the Board (the “**Strategy and Investment Committee**”). The above resignation shall take immediate effect.

Mr. Li 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. Li 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.

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

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

* *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.”*

The Proposed Appointment of Director 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 candidate’s relevant qualification by the Nomination Committee, and will then be submitted by the Board to the general meeting for final approval.

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 determined by the Board according to the authorization granted at the general meeting of the Company and in accordance with the Company’s remuneration standard regarding Directors implemented from time to time. According to the Company’s current remuneration standard, non-executive Directors will not receive any remuneration from the Company.

BIOGRAPHY OF MR. CHEN

Mr. Chen Yuqing, aged 50, obtained a bachelor’s degree in engineering from Shanghai University. Mr. Chen serves as an executive director and the chairman of the board of directors of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (上海復星醫藥(集團)股份有限公司) (“**Fosun Pharma**”, a company listed on the Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited, stock code: 600196, 02196 respectively) since April 2025, and holds directorships and management positions in certain subsidiaries of Fosun Pharma. Mr. Chen joined Fosun Pharma in January 2010 and successively served as an assistant to the president and the general manager of the human resources department, a vice president, a senior vice president, the co-president, the co-chief executive officer, a non-executive director and other positions of Fosun Pharma. Mr. Chen currently also serves as a senior vice president of Fosun International Limited (a company listed on The Stock Exchange of Hong Kong Limited, stock code: 00656) and the chairman of the board of directors of Shanghai Fosun Health Technology (Group) Co., Ltd. (上海復星健康科技(集團)有限公司). Mr. Chen has previously held human resources management positions in various companies, and has substantial experience in human resources management.

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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (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.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Due to changes in the positions of certain Directors of the Company in 2025, and in accordance with the requirements of the Listing Rules, the Articles of Association, the Rules of Procedure of the Board of Directors and the Rules of Procedures of each special committee, the Board has resolved to propose further adjustments to the composition of the Strategy and Investment Committee and the Nomination Committee of the Company on the same date, based on a comprehensive consideration of each member’s professional expertise and responsibilities, as follows. Such adjustments will take effect from the date of appointment of Mr. Chen Yuqing and Mr. Chen Weiru as the Directors at the general meeting of the Company.

Strategy and Investment Committee

The Strategy and Investment Committee comprises nine Directors, namely Mr. Zhao Bingxiang, Mr. Chen Qiyu, Mr. Li Peiyu, Mr. Shi Shenghao, Mr. Chen Weiru, Mr. Lian Wanyong, Mr. Sun Jinglin, Mr. Chen Yuqing and Mr. Wen Deyong, with Mr. Zhao Bingxiang serving as the chairman of the Strategy and Investment Committee.

Nomination Committee

The Nomination Committee comprises six Directors, namely Mr. Zhao Bingxiang, Mr. Wu Tak Lung, Mr. Yu Weifeng, Mr. Shi Shenghao, Mr. Chen Weiru and Ms. Feng Rongli, with Mr. Zhao Bingxiang serving as the chairman of the Nomination Committee.

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

Shanghai, the PRC
16 May 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 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.