

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.



康臣藥業集團有限公司
CONSUN PHARMACEUTICAL GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1681)

**(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND
COMPOSITION OF BOARD COMMITTEES AND
(2) CHANGE OF CHIEF FINANCIAL OFFICER**

The Board announces that with effect from 24 February 2025:

- (i) Ms. Chen has resigned as an independent non-executive Director, and ceased to be the chairlady of the Audit Committee, and a member of the Nomination, the Remuneration Committee and the ESG Committee;
- (ii) Mr. Li has been appointed as an independent non-executive Director, the chairman of the Audit Committee, and a member of the Nomination Committee, the Remuneration Committee and the ESG Committee;
- (iii) Mr. Fang ceased to concurrently serve as the Chief Financial Officer; and
- (iv) Ms. Chen has been appointed as the Chief Financial Officer.

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION OF
BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Consun Pharmaceutical Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 24 February 2025:

- (i) Ms. Chen Yujun (“**Ms. Chen**”) has resigned as an independent non-executive Director, and ceased to be the chairlady of the audit committee (the “**Audit Committee**”), and a member of the nomination committee (the “**Nomination Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the environmental, social and governance committee (the “**ESG Committee**”) of the Company (the “**Resignation**”); and
- (ii) Mr. Li Zhuoguang (“**Mr. Li**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee, and a member of the Nomination Committee, the Remuneration Committee and the ESG Committee in place of Ms. Chen (the “**Appointment**”).

The Resignation

The Resignation took effect from 24 February 2025, due to the reallocation of responsibilities in the Group's management.

Ms. Chen has confirmed that there is no disagreement with the Board and that she is not aware of any matter that needs to be brought to the attention of the shareholders of the Company (the "Shareholders") or the Stock Exchange of Hong Kong Limited (the "Stock Exchange") in relation to the Resignation.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chen for her valuable contribution to the Company during her tenure of office as the independent non-executive Director.

The Appointment

The Appointment took effect from 24 February 2025. The biographical details of Mr. Li are set out as follows:

Mr. Li, aged 42, has around 20 years of experience in audit and accounting works in the PRC. Mr. Li has been working for GUANGZHOU HEYGEARS IMC. INC* (廣州黑格智造信息科技有限公司) as an executive director and assistant to the chairman of the board since August 2023. From January 2013 to June 2023, Mr. Li worked for Jiumaojiu International Holdings Limited ("Jiumaojiu"), a company whose shares are listed on the Stock Exchange (stock code: 9922), and his last position was executive director and chief financial officer of Jiumaojiu and vice president of Guangzhou Jiumaojiu Catering Chain Co., Ltd. He worked at Tianji Real Estate Development (Shenzhen) Co., Ltd.* (天基房地產開發(深圳)有限公司), a real property development company as vice financial controller from April to December 2012 and KPMG Huazhen LLP (畢馬威華振會計師事務所(特殊普通合伙)) as manager from June 2005 to April 2012.

Mr. Li became a member of the Chinese Institute of Certified Public Accountants in August 2008. He graduated from Sun Yat-sen University (中山大學) in July 2005 with a bachelor's degree in English.

The Company entered into a service agreement with Mr. Li for acting as an independent non-executive Director for a term of three years commencing from the date of the Appointment. Mr. Li will hold office until the next annual general meeting of the Company and shall then be eligible for re-election in accordance with the articles of association of the Company. Mr. Li will be entitled to a Director's fee of RMB200,000 per year, which is determined with reference to the Company's performance and profitability, as well as remuneration benchmark in the industry and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Li has confirmed that he does not (i) 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; (ii) have any relationship with any Director, senior management or substantial or controlling shareholders of the Company; (iii) hold any position in the Company or other members of the Group; and (iv) have any interest in any shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Mr. Li has also confirmed (a) his independence as regards to each of the factors contained in Rules 3.13(1) to (8) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange; (b) that he had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of the Appointment.

Save as disclosed above, there is no other matter in relation to the Appointment that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, nor is there any other matter that needs to be brought to the attention of the Shareholders.

The Board would like to extend a warm welcome to Mr. Li in joining the Board.

CHANGE OF CHIEF FINANCIAL OFFICER

With effect from 24 February 2025, Mr. Fang Peicheng (“**Mr. Fang**”), formerly the vice president and chief financial officer of the Group (the “**Chief Financial Officer**”), ceased to concurrently serve as Chief Financial Officer and continued to hold the position of vice president of the Group. Mr. Fang has confirmed that there is no disagreement with the Board and that he is not aware of any matter that needs to be brought to the attention of the Shareholders or the Stock Exchange in relation to his cessation to be the Chief Financial Officer. The Board would like to extend its full recognition and sincere gratitude to Mr. Fang for his valuable contributions towards the Company during his tenure of office as the Chief Financial Officer.

Ms. Chen has been appointed as the Chief Financial Officer with effect from 24 February 2025. Ms. Chen served as an independent non-executive Director and among others, acted as the chairlady of the Audit Committee with appropriate professional qualifications and accounting expertise, from 31 May 2019 to immediately prior to the Resignation. The Board believes that the Company shall continue to benefit from her new role the Chief Financial Officer. The appointment of Ms. Chen as the Chief Financial Officer constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules. Nevertheless, it is fully exempt from all disclosure requirements pursuant to Rule 14A.76(1) of the Listing Rules.

By order of the Board
Consun Pharmaceutical Group Limited
AN Meng
Chairman

Hong Kong, 24 February 2025

As at the date of this announcement, the Board comprises Mr. An Meng and Professor Zhu Quan as executive Directors; Dr. Zhang Lihua as non-executive Director; Mr. Feng Zhongshi, Professor Li Yikai and Mr. Li Zhuoguang as independent non-executive Directors.

* *for identification only*