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Suzhou Basecare Medical Corporation Limited
蘇州貝康醫療股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2170)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Suzhou Basecare Medical Corporation Limited (the “**Company**”) hereby announces that, Mr. CHAU Kwok Keung (鄒國強) (“**Mr. Chau**”) has tendered his resignation as an independent non-executive Director of the Company and the chairman of the audit committee (the “**Audit Committee**”), a member of the remuneration and appraisal committee (the “**Remuneration and Appraisal Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) with effect from June 14, 2023 in order to focus on his other personal commitments.

Mr. Chau confirms that there is 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 Stock Exchange of Hong Kong Limited or the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation to Mr. Chau for the valuable contribution during his term of service.

NON-COMPLIANCE WITH THE ARTICLES OF ASSOCIATION, LISTING RULES AND TERMS OF REFERENCE OF COMMITTEES

Following the resignation of Mr. Chau, the Company temporarily fails to meet the following requirements:

- (a) the requirement under Rule 3.10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), which stipulates the board of directors of a listed issuer must include at least three independent non-executive directors and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise;

- (b) the requirement under Rule 3.10A of the Listing Rules which stipulates an issuer must appoint independent non-executive directors representing at least one-third of the board;
- (c) the requirement under Rule 3.21 of the Listing Rules, which stipulates that the audit committee must comprise a minimum of three members at least one of whom must be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules;
- (d) the requirement under Rule 3.25 of the Listing Rules, which stipulates that a remuneration committee shall comprise a majority of independent non-executive directors;
- (e) the requirements under Rule 3.27A of the Listing Rules, which stipulates that a nomination committee shall comprise a majority of independent non-executive directors;
- (f) the requirement under Rule 19A.18(1) of the Listing Rules, which stipulates that at least one of the independent non-executive directors of a PRC issuer must be ordinarily resident in Hong Kong;
- (g) the requirement under article 136 of the article of association of the Company (the “**Articles of Association**”), which stipulates that the Board consists of nine directors and the number of independent directors of the Board shall be not less than one third of all the directors at any time. The total number of independent directors shall be not less than three, and at least one of them shall be equipped with appropriate professional qualifications meeting regulatory requirements or appropriate accounting or relevant financial management expertise;
- (h) the requirement under article 3 of the terms of reference of the Audit Committee, which stipulates that the Audit Committee shall comprise at least three directors and the total number of members of the Committee shall be an odd number. The majority (more than half) of the members of the Committee shall be independent non-executive directors of the Company. The chairman of the Audit Committee must be an independent non-executive Director. At least one of the members of the Audit Committee shall be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules;

- (i) the requirement under article 4 of the terms of reference of the Remuneration and Appraisal Committee, which stipulates that the Remuneration and Appraisal Committee shall comprise at least three directors and the total number of members of the Remuneration and Appraisal Committee shall be an odd number. The majority of the members of the Remuneration and Appraisal Committee shall be independent non-executive directors; and
- (j) the requirement under article 3 of the terms of reference of the Nomination Committee, which stipulates that the Nomination Committee shall comprise at least three directors and the total number of members of the Nomination Committee shall be an odd number. The majority of the members of the Committee shall be independent non-executive directors.

In order to re-comply with the Articles of Associations, the Listing Rules and the terms of reference of the Audit Committee, the Remuneration and Appraisal Committee and the Nomination Committee, the Board is in the process of identifying suitable candidate(s) to fill the vacancy of the positions of the independent non-executive Director, the chairman of the Audit Committee and the member of the Remuneration and Appraisal Committee and the member of Nomination Committee. The Board will use its best endeavours to ensure that the suitable candidate(s) is/are appointed as soon as practicable and, in any event, within three months from the effective date of the resignation of Mr. Chau, pursuant to Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

Suzhou, PRC, June 14, 2023

As of the date of this announcement, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Ms. YANG Ying as executive Directors; Mr. XU Wenbo and Mr. WANG Weipeng as non-executive Directors; and Dr. KANG Xixiong and Dr. HUANG Taosheng as independent non-executive Directors.