

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company 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.



KELUN-BIOTECH
科伦博泰

Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.

四川科倫博泰生物醫藥股份有限公司

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

(Stock Code: 6990)

(1) RESIGNATION OF EXECUTIVE DIRECTOR

(2) RESIGNATION OF SUPERVISORS

**(3) ELECTION OF THE CHAIRPERSON OF THE SUPERVISORY
COMMITTEE**

**(4) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
AND**

(5) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

RESIGNATION OF EXECUTIVE DIRECTOR

The Board announces that with effect from May 31, 2024, Dr. WANG Jingyi has resigned as an executive Director of the Company.

RESIGNATION OF SUPERVISORS AND ELECTION OF THE CHAIRPERSON OF THE SUPERVISORY COMMITTEE

The Board announces that with effect from May 31, 2024, Mr. LAI Degui and Mr. WAN Peng have each resigned as a Supervisor of the Supervisory Committee.

After the aforementioned resignation of Mr. LAI Degui, at the meeting of the Supervisory Committee convened on May 31, 2024, Ms. LIAO Yihong was elected as the chairperson of the Supervisory Committee.

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board has resolved to nominate Mr. LAI Degui as a candidate for non-executive Director. The proposed appointment of Mr. LAI Degui as a non-executive Director is subject to the approval by the Shareholders by way of ordinary resolution(s) at the forthcoming AGM.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board has resolved to put forward the Proposed Amendments to the Articles of Association to reflect the aforementioned change in composition of the Supervisory Committee. The Proposed Amendments are subject to the approval of the Shareholders by way of special resolution(s) at the forthcoming AGM.

GENERAL INFORMATION

Resolutions for the Shareholders to consider and, if thought fit, approve, among others, the proposed appointment of Mr. LAI Degui as a non-executive Director and the Proposed Amendments, will be put forward at the forthcoming AGM.

A supplemental circular containing, among others, further information on the proposed appointment of Mr. LAI Degui as a non-executive Director, the Proposed Amendments and the supplemental notice of the AGM will be despatched to the Shareholders in due course.

This announcement is made pursuant to Rules 13.51(1) and 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (“**Directors**”) of Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd. (the “**Company**”) announces that with effect from May 31, 2024, Dr. WANG Jingyi (“**Dr. Wang**”) has resigned as an executive director of the Company in order to devote more time to his personal affairs.

Dr. Wang has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its sincere gratitude to Dr. Wang for his valuable contributions to the Company during his tenure of office.

RESIGNATION OF SUPERVISORS AND ELECTION OF THE CHAIRPERSON OF THE SUPERVISORY COMMITTEE

The Board announces that with effect from May 31, 2024, Mr. LAI Degui (“**Mr. Lai**”) has resigned as a supervisor of the Company (“**Supervisor**”) and the chairperson of the supervisory committee of the Company (the “**Supervisory Committee**”) in order to stand for election as a non-executive Director of the Company. For details please see the section headed “PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR” below.

The Board also announces that with effect from May 31, 2024, Mr. WAN Peng (“**Mr. Wan**”) has resigned as a Supervisor in order to devote more time to his other commitments.

Mr. Lai and Mr. Wan has each confirmed that he has no disagreement with the Board and/or the Supervisory Committee and there is no other matter in relation to his resignation as Supervisor that needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. Lai and Mr. Wan for their valuable contributions to the Company during their tenure of office as Supervisor.

After the aforementioned resignation of Mr. Lai, at the meeting of the Supervisory Committee convened on May 31, 2024, Ms. LIAO Yihong (“**Ms. Liao**”) was elected as the chairperson of the Supervisory Committee. Ms. Liao’s term of office shall be for a term from May 31, 2024 until the date of expiration of the term of office of the third session of the Supervisory Committee.

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board has resolved to nominate Mr. Lai as a candidate for non-executive Director. In accordance with the articles of association of the Company (the “**Articles of Association**”) and the relevant laws and regulations of the People’s Republic of China, the proposed appointment of Mr. Lai as a non-executive Director is subject to the approval by the Shareholders by way of ordinary resolution(s) at the forthcoming annual general meeting of the Company (the “**AGM**”).

The biographical details of Mr. Lai are set out as follows.

Mr. LAI Degui (賴德貴), aged 53, was the chairman of the Supervisory Committee and a Supervisor from February 2021 to May 31, 2024. He was mainly responsible for supervising the performance of duties by Directors and senior management. Mr. Lai has served as (i) a deputy general manager and financial director of Sichuan Kelun Pharmaceutical Co., Ltd. since October 2014; (ii) a supervisor of Chengdu Kelun Chuanzhi Enterprise Management Co., Ltd. (成都科倫川智企業管理有限公司) since May 2020; (iii) an executive director and general manager of Zhejiang Keyun IOT Technology Co., Ltd. (浙江科運物聯科技有限公司) since December 2020; (iv) an executive director and general manager of Shanxi Keyun IOT Technology Co., Ltd. (山西科運物聯科技有限公司) since May 2021; (v) an executive director and general manager of Sichuan Kezhi IOT Technology Co., Ltd. (四川科誌物聯科技有限公司) since October 2021; (vi) an executive director and general manager of Sichuan Keyuntong Logistics Co., Ltd. (四川科運通物流有限公司) since June 2023 ; and (vii) an executive director and general manager of Sichuan Keyuntong Technology Co., Ltd. (四川科運通科技有限公司) since June 2023. Mr. Lai received a diploma of accounting from Southwestern University of Finance and Economics (西南財經大學) through on-the-job learning in January 2013, and received a master’s degree in business management from Tsinghua University (清華大學) in June 2023.

As at the date of this announcement, the Company has entered into a service contract with Mr. Lai. Unless otherwise required by the relevant applicable laws and regulations, the term of office of Mr. Lai (if appointed) shall be for a term from the date of the AGM until the date of expiration of the term of office of the third session of the Board. Upon his appointment, Mr. Lai will not receive any director’s fee from the Company other than the emoluments according to his specific positions or relevant regulations of the Company.

Save as disclosed in this announcement, Mr. Lai (i) has not held other directorship in the past three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not have other major appointments and professional qualifications; (ii) does not have any relationships with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Company; and (iii) does not hold any position with the Company or any of its subsidiaries. As at the date of this announcement, Mr. Lai has been granted share awards under the pre-IPO employee incentive scheme of the Company held by Chengdu Kelun Huicai Enterprise Management Center Limited Partnership (“**Kelun Huicai**”), one of the employee incentive platforms of the Company. Kelun Huicai holds a total of 2,250,000 H shares and 5,250,000 unlisted shares of the Company. Mr. Lai holds a 6.20% partnership interest in Kelun Huicai, corresponding to 139,500 H shares and 325,500 unlisted shares of the Company. Save as disclosed above, Mr. Lai does not have any interests in 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 in this announcement, there is no information in relation to the proposed appointment of Mr. Lai that is required to be disclosed pursuant to the requirements set out in Rule 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board has resolved to put forward the proposed amendments to the Articles of Association set out below (the “**Proposed Amendments**”) to reflect the aforementioned change in composition of the Supervisory Committee.

Article No.	Before Proposed Amendments	After Proposed Amendments
Article 153	The Company shall have a Supervisory Committee, which shall consist of six supervisors, including three shareholder representatives and three employee representatives.	The Company shall have a Supervisory Committee, which shall consist of six four supervisors, including three one three shareholder representatives and three employee representatives.

The Proposed Amendments are subject to the approval of the Shareholders by way of special resolution(s) at the forthcoming AGM.

GENERAL INFORMATION

Resolutions for the Shareholders to consider and, if thought fit, approve, among others, the proposed appointment of Mr. Lai as a non-executive Director and the Proposed Amendments, will be put forward at the forthcoming AGM.

A supplemental circular containing, among others, further information on the proposed appointment of Mr. Lai as a non-executive Director, the Proposed Amendments and the supplemental notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
Sichuan Kelun-Biotech Biopharmaceutical Co., Ltd.
LIU Gexin
Chairman of the Board and Non-executive Director

Hong Kong, May 31, 2024

As at the date of this announcement, the Board comprises Mr. LIU Gexin as the chairman of the Board and non-executive Director, Dr. GE Junyou as executive Director, Mr. LIU Sichuan, Mr. FENG Hao, Mr. ZENG Xuebo and Mr. LI Dongfang as non-executive Directors, and Dr. ZHENG Qiang, Dr. TU Wenwei, Dr. JIN Jinping and Dr. LI Yuedong as independent non-executive Directors.