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雲白國際有限公司
YNBY International Limited
(Incorporated in Bermuda with limited liability)
(Stock Code: 00030)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND
(3) CONTINUED SUSPENSION OF TRADING**

Reference is made to the announcements of YNBY International Limited (the “**Company**”) dated (i) 26 July 2022 in relation to the Resumption Guidance imposed by the Stock Exchange; (ii) 10 November 2023 in relation to the resignation of the Departing Directors as independent non-executive directors of the Company; and (iii) 15 November 2023 in relation to the Updated Resumption Guidance (the “**Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of directors (the “**Board**”) of the Company announces that:

- (i) Mr. Wong Hin Wing (“**Mr. Wong**”), MH, has been appointed as an independent non-executive director, the chairman of the audit committee (the “**Audit Committee**”) and a member of the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) with effect from 21 November 2023;
- (ii) Dr. Cheung Hoi Yu (“**Dr. Yu**”), JP, has been appointed as an independent non-executive director, the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 21 November 2023;
- (iii) Dr. Cecilia Wai Bing Pang (“**Dr. Pang**”), BBS, has been appointed as an independent non-executive director and a member of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 21 November 2023.

The biography details of Mr. Wong, Dr. Yu and Dr. Pang are set out as below:

Mr. Wong

Mr. Wong, MH, aged 60, holds a master's degree in executive business administration from the Chinese University of Hong Kong. He is a fellow member of the Hong Kong Institute of Certified Public Accountants, the Institute of Chartered Accountants in England & Wales, the Association of Chartered Certified Accountants, the Hong Kong Institute of Directors and the Chartered Governance Institute. He is also a member of the American Institute of Certified Public Accountants and a chartered member of the Chartered Institute for Securities & Investment. Mr. Wong was awarded the Medal of Honour by the Government of the Hong Kong Special Administrative Region.

Mr. Wong is an independent non-executive director of Jiangxi Bank Co., Ltd. (a H shares company listed on the Stock Exchange with stock code: 1916), Zhaoke Ophthalmology Limited (a company listed on the Stock Exchange with stock code: 6622), Kingmaker Footwear Holdings Limited (a company listed on the Stock Exchange with stock code: 1170) and C Cheng Holdings Limited (a company listed on the Stock Exchange with stock code: 1486).

Mr. Wong served as an independent non-executive director of AEON Credit Service (Asia) Co., Ltd. (a company listed on the Stock Exchange with stock code: 900) from October 2004 to June 2020, Wine's Link International Holdings Limited (a company listed on the Stock Exchange with stock code: 8509) from December 2017 to February 2023, CRCC High-Tech Equipment Corporation Limited (a company listed on the Stock Exchange with stock code: 1786) from November 2015 to October 2022, Dongjiang Environmental Company Limited (a A+H shares company listed on the Shenzhen Stock Exchange with stock code: 002672 and the Stock Exchange with stock code: 895) from June 2014 to December 2020, Guangzhou Baiyunshan Pharmaceutical Holdings Company Limited (a A+H shares company listed on the Shanghai Stock Exchange with stock code: 600332 and the Stock Exchange with stock code: 874) from June 2017 to May 2023, and Inner Mongolia Yitai Coal Co., Ltd. (a B+H shares company listed on the Shanghai Stock Exchange with stock code: 900948 and the Stock Exchange with stock code: 3948) from May 2017 to May 2023. Save as disclosed herein, Mr. Wong did not hold any directorship in other public companies the securities of which are listed in Hong Kong or overseas in the last three years.

Mr. Wong is a member of the Anhui Provincial Committee of the Chinese People's Political Consultative Conference, a panel member of Accounting and Financial Reporting Review Tribunal, a member of the Construction Industry Council, the Betting and Lotteries Commission and the Medical Council of Hong Kong as well as a board member of Ocean Park Corporation.

Mr. Wong is the managing partner and responsible officer of Hermitage Capital HK Limited, a private equity firm licensed under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Prior to this, he had worked with an international audit firm for four years and then a listed company as chief financial officer for seven years, after which he co-founded Silk Road International Capital Limited (a licensed corporation formerly known as Legend Capital Partners Inc.) and led the company as the executive director and responsible officer for twenty-three years. Overall, he has over three decades of solid experience in corporate management and governance, investment management and advisory, accounting and finance.

Save as disclosed above, as at the date of this announcement, Mr. Wong: (i) did not hold, and had not in the last three years held any other position in the Company or any of its subsidiaries; (ii) had no other major appointments or professional qualifications; (iii) did not have any other relationship with any director, senior management or substantial or controlling shareholder of the Company. As at the date of this announcement, Mr. Wong did not have and was not deemed to have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information relating to the appointment of Mr. Wong as an independent non-executive director that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor any matters which need to be brought to the attention of the shareholders of the Company.

Dr. Yu

Dr. Yu, JP, aged 69, obtained a bachelor’s degree of science, a master’s degree of science, and a doctoral degree of philosophy, from the University of Saskatchewan in Canada, in May 1976, October 1980 and May 1984, respectively. Dr. Yu has published more than 170 scientific papers and is the inventor of more than 70 global patents.

Dr. Yu is currently an independent non-executive director, a member of the remuneration committee and a member of the nomination committee of Sirnaomics Limited, a company listed on the Stock Exchange with stock code: 02257.

Dr. Yu also serves as (i) a director of CR-CP Life Science Fund Management Limited since May 2021; (ii) a member of the Biotech Advisory Panel of The Stock Exchange of Hong Kong Limited since April 2018; (iii) a member of the board of trustees of Gordon Research Conference, a group of international scientific conferences covering biological, chemical and physical sciences and the related technologies, since July 2014; (iv) a director at Asian Fund for Cancer Research since November 2012; and (v) a member of the Technology and Innovation Subsector of the Election Committee of Hong Kong since October 2021.

Dr. Yu served as the chairman of the Hong Kong Council for Testing and Certification from January 2016 to December 2021. In addition to that, Dr. Yu serves as a professor at the Neuroscience Research Institute (北京大學神經科學研究所) at Peking University (北京大學) since January 2002. Dr. Yu founded the Hong Kong Biotechnology Organization (HKBIO) in September 2009 and the Guangdong – Hong Kong – Macau Greater Bay Area Biotechnology Alliance in December 2017, and has been serving as the president since Dr. Yu's appointment. Dr. Yu also founded Hong Kong DNA Chips Limited, presently Hai Kang Life Corporation Limited, in May 1999, and has been serving as the president of the board. Dr. Yu was appointed as a Justice of the Peace in July 2016.

Save as disclosed above, as at the date of this announcement, Dr. Yu: (i) did not hold, and had not in the last three years held any other position in the Company or any of its subsidiaries; (ii) had not held any directorship in other public companies the securities of which are listed in Hong Kong or overseas in the last three years; (iii) had no other major appointments or professional qualifications; (iv) did not have any other relationship with any director, senior management or substantial or controlling shareholder of the Company. As at the date of this announcement, Dr. Yu did not have and was not deemed to have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information relating to the appointment of Dr. Yu as an independent non-executive director that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor any matters which need to be brought to the attention of the shareholders of the Company.

Dr. Pang

Dr. Pang, BBS, aged 67, obtained a bachelor of science degree from the University of Manitoba in Canada in 1976, and bachelor of science with honours and doctor of philosophy degrees from the Monash University in Australia in 1978 and 1983 respectively.

Dr. Pang was the Biotechnology Director of the Innovation and Technology Commission of the Government of the Hong Kong Special Administrative Region for 20 years. She has over thirty years of experience in the research, development and management of the biotechnology industry.

Save as disclosed above, as at the date of this announcement, Dr. Pang: (i) did not hold, and had not in the last three years held any other position in the Company or any of its subsidiaries; (ii) had not held any directorship in other public companies the securities of which are listed in Hong Kong or overseas in the last three years; (iii) had no other major appointments or professional qualifications; (iv) did not have any other relationship with any director, senior management or substantial or controlling shareholder of the Company. As at the date of this announcement, Dr. Pang did not have and was not deemed to have any interests in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Mr. Wong, Dr. Yu and Dr. Pang have not entered into any service contract with the Company. Mr. Wong, Dr. Yu and Dr. Pang are not appointed for a fixed term of service, and their directorships are subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the bye-laws of the Company. Mr. Wong, Dr. Yu and Dr. Pang's remuneration as independent non-executive directors of the Company will be determined by the Board upon the recommendation of the Remuneration Committee by reference to their experience, the overall performance of the Company and the prevailing economic situation and market practice.

Save as disclosed above, there is no other information relating to the appointment of Dr. Pang as an independent non-executive director that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor any matters which need to be brought to the attention of the shareholders of the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

In light of the above, with effect from 21 November 2023, the composition of the Audit Committee, the Remuneration Committee and the Nomination Committee are as follows:

Audit Committee

The Audit Committee shall comprise Mr. Wong (as chairman), Mr. Qian Yinghui, Dr. Yu and Dr. Pang.

Remuneration Committee

The Remuneration Committee shall comprise Dr. Yu (as chairman), Mr. Tang Ming, Mr. Wong and Dr. Pang.

Nomination Committee

The Nomination Committee shall comprise Mr. Dong Ming (as chairman), Mr. Wong, Dr. Yu and Dr. Pang.

RE-COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21, 3.25 AND 3.27A OF THE LISTING RULES

Following the appointment of Mr. Wong, Dr. Yu and Dr. Pang as independent non-executive directors and the change in composition of the Board committees as described above, the Company has re-compiled with Rules 3.10(1), 3.10A, 3.21, 3.25 and 3.27A of the Listing Rules. Accordingly, the Company has fulfilled item (g) of the Updated Resumption Guidance.

The Company is continuing to take appropriate steps to fulfill the remainder of the Updated Resumption Guidance and will keep its shareholders and the public informed of the latest developments by making further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended since 9:00 a.m. on 21 June 2022 and will remain suspended.

By Order of the Board
YNBY International Limited
Tang Ming
Executive Director
&
Chief Executive Officer

Hong Kong, 21 November 2023

As at the date of this announcement, the executive Directors are Mr. Dong Ming (Chairman), Mr. Tang Ming (Chief Executive Officer), and Mr. Liu Zhouyang; the non-executive Directors are Mr. Qian Yinghui and Mr. Huang Bin; and the independent non-executive Directors are Mr. Wong Hin Wing, Dr. Cheung Hoi Yu and Dr. Cecilia Wai Bing Pang.