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創美·CH'MEI

Charmacy Pharmaceutical Co., Ltd.

創美藥業股份有限公司

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

(Stock Code: 2289)

**(1) PROPOSED ABOLISHMENT OF THE BOARD OF SUPERVISORS; AND
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE
RELATED CORPORATE GOVERNANCE POLICIES**

This announcement is made by Charmacy Pharmaceutical Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

PROPOSED ABOLISHMENT OF THE BOARD OF SUPERVISORS

Pursuant to the Company Law of the People's Republic of China (the “**PRC Company Law**”) and other applicable laws, regulations and normative documents, and having regard to the actual circumstances of the Company, the Company proposes to abolish the board (the “**Board of Supervisors**”) of supervisors (the “**Supervisor(s)**”) of the Company subject to the consideration and by the shareholders of the Company (the “**Shareholder(s)**”) at the extraordinary general meeting of the Company (the “**EGM**”). The functions and powers of the Board of Supervisors as stipulated under the PRC Company Law will be assumed by the audit committee (the “**Audit Committee**”) of the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company. Accordingly, the existing positions of the Supervisors will be terminated, and the rules of procedures for Board of Supervisors' meetings of the Company will be abolished.

The abolishment of the Board of Supervisors will enable the Company to implement the latest legal and regulatory requirements, further improve its corporate governance structure and enhance the standard of regulated operations. Prior to the approval of the resolution of abolishment of the Board of Supervisors at the EGM, the Fourth session of the Board of Supervisors will continue to diligently perform its supervisory duties in strict compliance with the PRC Company Law and other applicable laws, regulations and normative documents, including supervising the Company's operations, financial position, and the compliance of the Directors and senior management of the Company in the performance of their duties, so as to safeguard the interests of the Company and the Shareholders.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RELATED CORPORATE GOVERNANCE POLICIES

In light of the above, provisions relating to the Board of Supervisors and the Supervisors under the Company's internal management rules will cease to apply. The Company proposes to amend the articles of association of the Company (the “**Articles of Association**”) by (1) deleting all references to the “Supervisors” and the “Board of Supervisors”, and providing that certain functions and powers of the Board of Supervisors shall be exercised by the Audit Committee; and (2) making other consequential amendments. In addition, the rules of procedures for Board meetings and the rules of procedures for Shareholders' meetings of the Company are proposed to be amended to align with the proposed amendments to the Articles of Association (together with the amendment of the Articles of Association, collectively referred as the “**Proposed Amendments**”).

The proposed abolishment of the Board of Supervisors and the Proposed Amendments shall take effect from the date on which the resolutions are considered and approved by the Shareholders at the EGM.

A circular containing, among other things, the proposed abolishment of the Board of Supervisors and the Proposed Amendments, together with a notice of the EGM, will be despatched to the Shareholders in due course.

By Order of the Board
Charmacy Pharmaceutical Co., Ltd.

Yan Jingbin

Chairman

Shantou, the PRC, 20 October 2025

As at the date of this announcement, the executive Directors are Mr. Yao Chuanglong, Ms. Zheng Yuyan and Ms. Zhang Hanzi; the non-executive Directors are Mr. Yan Jingbin, Ms. Fu Zheng and Mr. Xu Fei; and the independent non-executive Directors are Mr. Wan Chi Wai Anthony, Mr. Li Hanguo and Mr. Guan Jian (also known as Guan Suzhe).