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## **Chaoju Eye Care Holdings Limited**

**朝聚眼科醫療控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2219)**

### **(1) RESIGNATION OF JOINT COMPANY SECRETARY; (2) APPOINTMENT OF JOINT COMPANY SECRETARY; AND (3) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

#### **I. RESIGNATION OF JOINT COMPANY SECRETARY**

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Chaoju Eye Care Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. XIE Chun (解淳) (“**Ms. Xie**”) has tendered her resignation as a joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from March 17, 2025, in order to devote more time to other business commitment.

Ms. Xie confirmed that she has no disagreement with the Board and there are no matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Ms. Xie for her valuable contributions to the Company during her tenure of service.

## II. APPOINTMENT OF JOINT COMPANY SECRETARY

The Board hereby announces that upon the resignation of Ms. Xie, Mr. ZHANG Guangdi (張光弟) (“**Mr. Zhang**”) has been appointed as a Joint Company Secretary for a term of three years with effect from March 17, 2025, and after the aforesaid changes, Mr. CHENG Ching Kit (鄭程傑) (“**Mr. Cheng**”) will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Zhang and Mr. Cheng are set out below:

**Mr. Zhang**, aged 32, has been an executive Director since May 19, 2020 and his main responsibilities include assisting the facilitation of operation and related management plans of the Group. Currently, he also serves as a director of Chaoju Medical Technology Co., Ltd. (朝聚醫療科技有限公司) and the general manager of Chaoju Eye Care (HK) Company Limited (朝聚眼科醫療(香港)有限公司). Mr. Zhang has been the investment manager at Beijing Chaoju Investment Management Co., Ltd. (北京朝聚投資管理有限公司) since August 2021 preceded by his role as the director of operations at the refractive correction department at Chaoju (Inner Mongolia) Eye Hospital Co., Ltd. (朝聚(內蒙古)眼科醫院有限公司). He was also employed as the general manager of Sihong Chaoju Eye Hospital Co., Ltd. (泗洪朝聚眼科醫院有限公司) from April 2018 to September 2019 and the assistant to general manager at Jiangsu Chaoju Medical Management Co., Ltd. (江蘇朝聚醫療管理有限公司) from July 2015 to April 2018.

Mr. Zhang graduated from Inner Mongolia University (內蒙古大學) in Inner Mongolia, China with a bachelor’s degree in Financial Management in June 2014.

**Mr. Cheng**, was appointed as a Joint Company Secretary on December 21, 2020. He is currently an assistant vice president of SWCS Corporate Services Group (Hong Kong) Limited, a professional service provider specializing in corporate services. He has over 12 years of experience in the company secretarial profession. Mr. Cheng graduated from the University of Queensland, Australia with a bachelor’s degree in commerce (finance) in December 2010 and graduated from the University of Hong Kong with a master’s degree in law (Chinese law) in November 2022. He has been an associate member of both the Hong Kong Chartered Governance Institute and the Chartered Governance Institute in the United Kingdom since June 2018.

### III. WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his/her academic or professional qualifications or relevant experience.

Mr. Zhang currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. However, the Company considers that Mr. Zhang is capable of discharging the functions of a Joint Company Secretary by virtue of his knowledge and experience. Therefore, the Company has applied for, and the Stock Exchange has granted a waiver (the “**Waiver**”) to the Company from strict compliance with the requirements for the qualifications of a company secretary under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of appointment of Mr. Zhang as a Joint Company Secretary (the “**Waiver Period**”) on the following conditions:

- (i) Mr. Zhang must be assisted by Mr. Cheng during the Waiver Period;
- (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and
- (iii) the Company will announce the reasons, details and conditions of the Waiver, and the qualification and experience of both Mr. Zhang and Mr. Cheng.

Before the end of the Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Mr. Zhang, having had the benefit of Mr. Cheng’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 and 8.17 of the Listing Rules such that a further waiver will not be necessary.

The Waiver applies to this appointment only. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

The Board would like to take this opportunity to express its welcome to Mr. Zhang on his appointment as the Joint Company Secretary.

By order of the Board  
**Chaoju Eye Care Holdings Limited**  
**ZHANG Bozhou**  
*Chairman*

Hong Kong, March 17, 2025

*As of the date of this announcement, the board of directors of the Company comprises Mr. ZHANG Bozhou as the chairman and executive Director; Ms. ZHANG Xiaoli, Mr. ZHANG Junfeng and Mr. ZHANG Guangdi as executive Directors; Mr. Richard Chen MAO, Mr. LI Zhen and Ms. ZHANG Li as non-executive Directors; and Mr. HE Mingguang, Ms. GUO Hongyan, Mr. LI Jianbin and Mr. BAO Shan as independent non-executive Directors.*

\* *The English translation of the Chinese names denoted in this announcement is for illustration purposes only. Should there be any inconsistencies, the Chinese name shall prevail.*