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JBM (Healthcare) Limited

健倍苗苗 (保健) 有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2161)

RE-DESIGNATION OF NON-EXECUTIVE DIRECTORS TO EXECUTIVE DIRECTORS

The board of directors (the “**Director(s)**”) of JBM (Healthcare) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) (the “**Board**”) announces that both Mr. Sum Kwong Yip, Derek, a non-executive Director and the chairman of the Board, and Mr. Yim Chun Leung, a non-executive Director, have been re-designated as an executive Director with effect from 12 June 2025.

Biographical Details of Mr. Sum Kwong Yip, Derek (“Mr. Sum”)

Mr. Sum, aged 62, has been appointed as a non-executive Director and the chairman of the Board since 22 September 2020 and the chairman of the nomination committee of the Company since 4 February 2021. He is also a director of substantial shareholder and controlling shareholder of the Company, namely Lincoln’s Hill Development Limited. With extensive experience in the pharmaceutical industry, Mr. Sum is responsible for overall strategic planning and direction of the Group. He has over 37 years of sales and corporate management experience in the pharmaceutical industry.

Mr. Sum has been serving as the chairman of the board of directors, the chief executive officer and an executive director of Jacobson Pharma Corporation Limited (stock code: 2633, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) (“**Jacobson Pharma**”, together with its subsidiaries, the “**Jacobson Pharma Group**”) since 1 April 2016.

Mr. Sum founded Jacobson Pharma Group in September 1998 and he was mainly responsible for business management and strategic development. Prior to founding Jacobson Pharma Group, Mr. Sum held various management positions with several multi-national corporations. He started his career in the pharmaceutical industry with Sandoz Division of Edward Keller Limited in April 1988 and moved on to take up a management position with Watsons Pharmaceutical Limited under Hutchison Whampoa Limited in December 1988. In 1990, Watsons Pharmaceutical Limited was renamed as JDH Pharmaceutical Limited. Since

then, Mr. Sum had worked in the Inchcape Group and he was the chief executive of the pharmaceutical division under Inchcape JDH Limited in 1998 before he embarked upon his entrepreneurial pursuit with Jacobson Pharma Group. Since June 2007, Mr. Sum has also been a member of the advisory board at the School of Pharmacy of the Chinese University of Hong Kong. He has also been appointed as a member of Chinese Medicines Industry Subcommittee under the Chinese Medicine Development Committee for a term of two years with effect from 1 February 2025.

Mr. Sum graduated from Cardiff University (formerly known as the University of Wales) in the United Kingdom (“UK”) with an honorary bachelor’s degree in Pharmacy in July 1986 and was registered as a pharmaceutical chemist and accredited as a member of The Royal Pharmaceutical Society of Great Britain (formerly known as the Pharmaceutical Society of Great Britain) in August 1987. He was admitted into the registrar as a registered pharmacist under the Pharmacy and Poisons Board of Hong Kong in October 1987.

As at the date of this announcement, Mr. Sum had interest of 588,723,346 shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”) as recorded in the register required to be kept under Section 352 of Part XV of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the “Model Code for Securities Transaction by Directors of Listing Issuers” (the “**Model Code**”) as set out in Appendix C3 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) .

The Company entered into a letter of appointment (the “**Mr. Sum Letter of Appointment**”) with Mr. Sum with respect to his appointment as a non-executive Director on 22 September 2023, which shall continue unless terminated earlier by either party serving on the other party one month’s notice in writing, subject to retirement by rotation and re-election at the annual general meeting pursuant to the Listing Rules and the Articles of Association. Such letter of appointment, save as supplemented to reflect his re-designation as Executive Director with effect from 12 June 2025, remains effective. Under the Mr. Sum Letter of Appointment, Mr. Sum is entitled to receive a fee of HK\$220,000 per annum with effect from 1 December 2024. In addition to the aforementioned remuneration, Mr. Sum is also entitled to (i) receive a discretionary bonus which shall be determined by the Board, at its sole discretion, from time to time; and (ii) participate at the discretion of the Board in the Company’s share award scheme or other share option, share award or incentive scheme of the Company on such terms as may be determined by the Board from time to time. For the financial year ended 31 March 2025, Mr. Sum’s total remuneration was HK\$8,750,000, comprising of director’s fee and share based payment. The remuneration of Mr. Sum was determined by the Board, upon recommendation by the remuneration committee of the Company (the “**Remuneration Committee**”) with reference to the prevailing market benchmark as well as his roles and duties within the Group.

Biographical Details of Mr. Yim Chun Leung (“Mr. Yim”)

Mr. Yim, aged 63, has been appointed as a non-executive Director since 22 September 2020 and a member of the Remuneration Committee since 4 February 2021. Mr. Yim has over 40 years of experience in the auditing, accounting and corporate finance fields. He is responsible for advising on corporate strategies and operation management of the Group as a member of the Board.

Mr. Yim has been appointed as an executive director of Jacobson Pharma since 1 April 2016.

Mr. Yim has served in numerous companies listed on the Main Board. From May 2014 to February 2023, he served as an independent non-executive director of China New City Commercial Development Limited (currently known as China New City Group Limited, stock code: 1321). Mr. Yim served as an executive director of LVGEM (China) Real Estate Investment Company Limited (stock code: 95) from December 2004 and its chief executive officer from July 2014, respectively until he resigned in March 2016. From May 2002 to June 2004, Mr. Yim served as the financial controller of Soundwill Holdings Limited (stock code: 878). From December 2000 to February 2002, Mr. Yim served as the chief financial officer of Sinolink Worldwide Holdings Limited (stock code: 1168). From January 1998 to April 1999, Mr. Yim served as an executive director of NPH International Holdings Limited (currently known as Concord New Energy Group Limited, stock code: 182). From January 1994 to January 1998, Mr. Yim served as the finance director of Tysan Holdings Limited (stock code: 687). From June 1987 to December 1993, Mr. Yim worked at GPI International Limited (a subsidiary of Gold Peak Technology Group Limited, stock code: 40) and his last position was assistant financial controller.

Mr. Yim obtained a master of Business Administration degree from the University of Manchester, UK in June 2008. He has been a non-practising member of the Hong Kong Institute of Certified Public Accountants since January 1991 and a fellow of the Association of Chartered Certified Accountants (formerly the Chartered Association of Certified Accountants) since October 1995.

As at the date of this announcement, Mr. Yim had interest of 12,996,390 shares in the Company within the meaning of Part XV of the SFO as recorded in the register required to be kept under Section 352 of Part XV of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

The Company entered into a letter of appointment (the “**Mr. Yim Letter of Appointment**”) with Mr. Yim with respect to his appointment as a non-executive Director on 22 September 2023, which shall continue unless terminated earlier by either party serving on the other party one month’s notice in writing, subject to retirement by rotation and re-election at the annual general meeting pursuant to the Listing Rules and the Articles of Association. Such letter of appointment, save as supplemented to reflect his re-designation as Executive Director with effect from 12 June 2025, remains effective. Under the Mr. Yim Letter of Appointment, Mr. Yim is entitled to receive a fee of HK\$220,000 per annum with effect from 1 December 2024. In addition to the aforementioned remuneration, Mr. Yim is also entitled to (i) receive a discretionary bonus which shall be determined by the Board, at its sole discretion, from time to time; and (ii) participate at the discretion of the Board in the Company’s share award scheme or other share option, share award or incentive scheme of the Company on such terms as may be determined by the Board from time to time. For the financial year ended 31 March 2025, Mr. Yim’s total remuneration was HK\$207,000 in director’s fee. The remuneration of Mr. Yim was determined by the Board, upon recommendation by the Remuneration Committee with reference to the prevailing market benchmark as well as his roles and duties within the Group.

Save as disclosed above, each of Mr. Sum and Mr. Yim (i) does not hold any other position with the Company and/or its subsidiaries; (ii) does not and did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this announcement, nor does he possess any major appointment or professional qualification; (iii) does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Company; and (iv) does not have any other interest in shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

There is no other matter concerning Mr. Sum's and Mr. Yim's re-designation and appointment that is required to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules.

By Order of the Board
JBM (Healthcare) Limited
YU Chun Kau
Company Secretary

Hong Kong, 12 June 2025

As at the date of this announcement, the Board comprises Mr. Sum Kwong Yip, Derek (also as Chairman), Mr. Yim Chun Leung, Mr. Wong Yat Wai, Patrick (also as Chief Executive Officer) and Dr. Cheng Celine Heung Kwan as executive Directors, Mr. Yeung Kwok Chun, Harry as non-executive Director, and Mr. Chan Kam Chiu, Simon, Mr. Luk Ting Lung, Alan and Mr. Lau Shut Lee, Tony as independent non-executive Directors.