

## STATEMENT OF DISCIPLINARY ACTION

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Exchange's Disciplinary Action against a Former Director of China Tian Yuan Healthcare Group Limited (Stock Code: 557)

### SANCTIONS

The Stock Exchange of Hong Kong Limited (**Exchange**)

**IMPOSES A DIRECTOR UNSUITABILITY STATEMENT** against **Ms Zhang Xian (Ms Zhang)**, former chief executive officer and executive director of China Tian Yuan Healthcare Group Limited (Stock Code: 557) (**Company**).

The statement made in respect of Ms Zhang above is made in addition to a public censure against her. The Director Unsuitability Statement is a statement that, in the Exchange's opinion, Ms Zhang is unsuitable to occupy a position as director or within senior management of the Company or any of its subsidiaries.

### SUMMARY OF FACTS

Ms Zhang was an executive director of the Company from 19 August 2016 to 19 January 2022 during which she was also the Company's chief executive officer since 11 July 2017. She provided to the Exchange a Declaration and Undertaking with regard to Directors (**Undertaking**) in the form set out in Appendix 5B to the Listing Rules.

The Undertaking provides that, among other things, she shall (i) cooperate in any investigation conducted by the Listing Division (**Division**) and/or the Listing Committee; (ii) promptly and openly answer any questions addressed to her; and (iii) provide her up-to-date contact information to the Exchange for a period of three years from the date on which she ceases to be a director of the Company, failing which any documents / notices sent by the Exchange shall be deemed to have been served on her.

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The Division has conducted an investigation into, among other things, whether Ms Zhang had discharged her duties and obligations under the Listing Rules. For the purpose of the investigation, the Division sent an investigation letter and a reminder letter to Ms Zhang to her last known correspondence address on record, but received no response from her.

### **LISTING COMMITTEE'S FINDINGS OF BREACH**

The Listing Committee found as follows:

- (1) Ms Zhang breached her Undertaking by failing to cooperate with the Division in the investigation, which constituted a breach of the Listing Rules. Her obligation to provide information reasonably requested by the Exchange did not lapse after she ceased to be a director of the Company.
- (2) Ms Zhang's breach of her Undertaking was serious and her conduct represented a serious and/or repeated failure to discharge her responsibilities under the Listing Rules.

### **CONCLUSION**

The Listing Committee decided to impose the sanctions set out in this Statement of Disciplinary Action.

For the avoidance of doubt, the Exchange confirms that the above sanctions apply only to Ms Zhang, and not to the Company or any other past or present directors of the Company.

Hong Kong, 26 October 2023