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Sanxun Holdings Group Limited

三巽控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6611)

(1) CHANGE OF CHIEF FINANCIAL OFFICER; AND (2) CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVES

RESIGNATION OF COMPANY SECRETARY, AUTHORISED REPRESENTATIVES AND CHIEF FINANCIAL OFFICER

The board (the “**Board**”) of directors (the “**Directors**”) of Sanxun Holdings Group Limited (the “**Company**”, together with its subsidiaries, known as the “**Group**”) announces that Mr. Chang Eric Jackson (“**Mr. Chang**”) has resigned as (1) the chief financial officer of the Company; (2) the company secretary of the Company (the “**Company Secretary(ies)**”); (3) an authorised representative of the Company under the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (4) the authorised representative of the Company for accepting service of process or notice in Hong Kong under Part 16 of the Hong Kong Companies Ordinance (Chapter 622 of the Laws in Hong Kong) (collectively, the “**Authorised Representatives**”) with effect from 14 December 2021 due to his wishes to devote more time to his personal career development.

Mr. Chang has confirmed that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange in relation to his resignation.

APPOINTMENT OF JOINT COMPANY SECRETARIES AND AUTHORISED REPRESENTATIVES

The Board is pleased to announce that (1) Mr. Zhang Ya (“**Mr. Zhang Ya**”) and Ms. Cheung Yuet Fan (“**Ms. Cheung**”) have been appointed as the joint Company Secretaries and (2) Ms. Cheung has also been appointed as the Authorised Representatives of the Company in replacement of Mr. Chang with effect from 14 December 2021.

The biographical details of Mr. Zhang Ya and Ms. Cheung are set out below:

Mr. Zhang Ya

Mr. Zhang Ya has been the accounting manager of the Group since 2019 and is responsible for the day-to-day regional financial accounting and reporting matters of the Group, such as the management of the budget and financial reporting of the Company and handling listing compliance matters of the Group. Mr. Zhang Ya has 14 years of experience in accounting and finance work. Prior to joining the Group, Mr. Zhang Ya worked as a deputy accounting and finance manager in Sinopec Jiangsu Oil Field Branch (中國石化江蘇油田分公司) from July 2007 to December 2012. From March 2013 to November 2018, he had worked in Chongqing Huayuan Investment Co., Ltd. (重慶華源投資有限責任公司) and had been responsible for the financial accounting matters of that company.

Mr. Zhang Ya obtained a Bachelor’s degree in financial management from Anhui University of Technology (安徽工業大學) in 2007. He has also acquired an intermediate accounting professional qualification issued by Ministry of Human Resources and Social Security and Ministry of Finance in the People’s Republic of China (“**PRC**”) in 2018 and obtained a certificate of accounting professional issued by Anhui Provincial Department of Finance in the PRC in 2006.

Ms. Cheung

Ms. Cheung is a director of Corporate Services of Tricor Services Limited, Asia’s leading business expansion specialist. Ms. Cheung has over 30 years of experience in the corporate secretarial field. She has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies.

Ms. Cheung is a Chartered Secretary, a Chartered Governance Professional and a Fellow of both The Hong Kong Chartered Governance Institute (formerly “Hong Kong Institute of Chartered Secretaries”) and The Chartered Governance Institute (formerly “The Institute of Chartered Secretaries and Administrators”) in the United Kingdom.

Ms. Cheung obtained a Bachelor of Arts degree in Accountancy from City Polytechnic of Hong Kong (now known as City University of Hong Kong) in November 1993.

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

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

Mr. Zhang Ya currently does not possess the qualifications of company secretary as required under Note 1 to Rule 3.28 of the Listing Rules, however, the Company is of the view that Mr. Zhang Ya is capable of discharging the functions of a company secretary by virtue of his qualifications and relevant experience with the Group set out in this announcement above.

The Company has appointed Ms. Cheung, who possesses the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules, as another joint company secretary of the Company to provide assistance to Mr. Zhang Ya.

Based on the qualifications and work experience of Mr. Zhang Ya and the expected assistance of Ms. Cheung, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with the requirements 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 Ya and Ms. Cheung as joint company secretaries of the Company, i.e. 14 December 2021 (the “**Waiver Period**”). The Waiver is granted on the conditions that (i) Mr. Zhang Ya will be assisted by Ms. Cheung, during the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Zhang Ya, having had the benefit of Ms. Cheung’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 of the Listing Rules such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

APPOINTMENT OF CHIEF FINANCIAL OFFICER

The Board is pleased to announce that Mr. Chen Baolin (“**Mr. Chen**”) has been appointed as the Chief Financial Officer with effect from 14 December 2021.

The biographical details of Mr. Chen are set out below:

Mr. Chen, aged 53, is responsible for the overall financial management of the Group. He joined the Group in February 2011 as a finance officer of Chuzhou Sanxun and was appointed as the director of finance management center of the Group in May 2017. Mr. Chen has over 27 years of experience in the real estate industry with a focus in financial management. Prior to joining the Group, he worked in Chuzhou Jinhuang Real Estate Company (滁州市金煌房地產有限公司) from July 1993 to January 2011 with his last position as the chief accountant. Mr. Chen obtained a diploma in auditing from Anhui Commercial College (安徽商業專科學校) in the PRC in July 1993 and graduated in auditing through a correspondence course from Nanjing Audit College (南京審計學院) (currently known as Nanjing Audit University (南京審計大學)) in the PRC in July 2004.

Mr. Chen obtained the qualification as an accountant in May 1998 accredited by the Ministry of Personnel of the PRC (中華人民共和國人事部) (currently known as the Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部)).

The Board would like to express its sincere gratitude to Mr. Chang for his valuable contribution to the Company during the tenure of his office and extend its warm welcome to Mr. Chen, Mr. Zhang Ya and Ms. Cheung to their appointments.

By Order of the Board
Sanxun Holdings Group Limited
Qian Kun
Chairman

Hong Kong, 14 December 2021

As at the date of this announcement, the Board comprises Mr. Qian Kun, Ms. An Juan, Mr. Wang Zizong and Mr. Zhang Xiaohui as executive Directors, and Mr. Chen Sheng, Mr. Zhou Zejiang and Mr. Chan Ngai Fan as independent non-executive Directors.