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Suoxinda Holdings Limited

索信达控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3680)

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF BOARD COMMITTEES; (2) CHANGES OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE; AND (3) CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 26 August 2022:

- (i) Mr. Yang Haifeng has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee;
- (ii) Ms. Yang Juan has been appointed in replacement of Mr. Wong Tin Yu to act in the following capacities:
 - (a) company secretary; and
 - (b) authorized representative pursuant to Rule 3.05 of the Listing Rules; and
- (iii) Dr. Chen Wei has resigned as the chairman of the Remuneration Committee and has been appointed as the chairman of the Nomination Committee.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF COMMITTEES OF THE BOARD

The board of directors (the “**Board**”) of Suoxinda Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, with effect from 26 August 2022, Mr. Yang Haifeng (“**Mr. Yang**”) has been appointed as an independent non-executive Director, the chairman of the remuneration committee (the “**Remuneration Committee**”), and a member of the audit committee (the “**Audit Committee**”) and the Nomination Committee (the “**Nomination Committee**”) of the Company.

Profile of Mr. Yang

Mr. Yang, aged 48, graduated from Zhejiang University of Technology* (浙江工業大學) in January 2008 through distance learning with a major in accounting, and obtained a master degree in professional accounting from The Chinese University of Hong Kong in November 2018. He has been a member of the Chinese Institute of Certified Public Accountants since May 2004, and a fellow member of CPA Australia since September 2018.

Mr. Yang has extensive experience in auditing. Mr. Yang served in Linuo Group Co., Ltd. (力諾集團股份有限公司) from August 2005 to February 2008 with his last position as a senior auditor, in the Shanghai branch of Tianhua Certified Public Accountants Co., Ltd. (天華會計師事務所有限公司) from March 2008 to July 2009 with his last position as a senior manager, in the Shanghai branch of Jingdu Tianhua Certified Public Accountants Co., Ltd. (京都天華會計師事務所有限公司) as a senior manager from August 2009 to August 2012, in the Shanghai branch of Ruihua Certified Public Accountants (Special General Partnership) (瑞華會計師事務所(特殊普通合夥)) from September 2012 to April 2019 with his last position as a partner, and in the Shanghai Branch of ShineWing Certified Public Accountants (Special General Partnership) (信永中和會計師事務所(特殊普通合夥)) as a partner since May 2019.

On 26 August 2022, the Company entered into a letter of appointment with Mr. Yang for an initial term of one year commencing from 26 August 2022, which will be automatically renewed for one year after the expiry of the initial term. The letter of appointment may be terminated by either party by giving not less than three months’ prior notice in writing to the other or by mutual agreement of both parties. Mr. Yang will be subjected to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Mr. Yang will be entitled to a director’s fee of HK\$120,000 per annum. The emolument of Mr. Yang is determined by the Board based on the recommendation of the Remuneration Committee of the Company with reference to his experience, duties and responsibilities with the Company, as well as the Company’s performance and the prevailing market conditions.

To the best knowledge and belief of the Board and having made all reasonable enquiries, as at the date of this announcement, (i) Mr. Yang does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not hold any position with the Company or any members of the Group.

Save as disclosed in this announcement, there is no other information in relation to the appointment of Mr. Yang that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there is no matter in relation to the appointment of Mr. Yang that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Yang for joining the Board.

CHANGES OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

The Board further announces that, with effect from 26 August 2022, Ms. Yang Juan (“**Ms. Yang**”) has been appointed in replacement of Mr. Wong Tin Yu (“**Mr. Wong**”) to act in the following capacities:

- (a) company secretary; and
- (b) authorized representative pursuant to Rule 3.05 of the Listing Rules.

Mr. Wong confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Stock Exchange and/or the shareholders of the Company.

Profile of Ms. Yang

Ms. Yang Juan, aged 36, is the board secretary of the Group and was appointed as the company secretary of the Company on 26 August 2022.

Ms. Yang has over 10 years of relevant working experience as a board secretary. She joined the Group in April 2017 and is responsible for the disclosure of information of the Group’s subsidiaries on the National Equities Exchange and Quotations, the preparation of the Company for listing on the Main Board of the Stock Exchange and the disclosure and capital operation related matters after the listing.

Ms. Yang obtained a bachelor's degree in management specializing in accounting from Southwest University in June 2009, a master's degree in business administration from Hong Kong Baptist University in November 2014 and a master's degree in corporate governance from Hong Kong Metropolitan University in March 2022, and was admitted as a member of the Hong Kong Chartered Governance Institute and granted a chartered secretary and chartered governance professional in June 2022. Ms. Yang passed the qualification examination of the Shenzhen Stock Exchange and Shanghai Stock Exchange in October 2014 and January 2017 respectively and was issued a certificate of board secretary. She also obtained the second training certificate for Mainland enterprises preparing for listing in Hong Kong jointly issued by the Hong Kong Exchanges and Clearing Limited and the China Business Centre of The Hong Kong Polytechnic University in December 2014.

The Board wishes to take this opportunity to express its gratitude to Mr. Wong for his contribution during his term of office as the company secretary and also to extend a warm welcome to Ms. Yang on her new appointments.

CHANGES IN COMPOSITION OF BOARD COMMITTEE

The Board further announces that, with effect from 26 August 2022, Dr. Chen Wei has resigned as the chairman of the Remuneration Committee, and has been appointed as the chairman of the Nomination Committee.

Following the appointment of Dr. Chen Wei as the chairman of the Nomination Committee and the appointment of Mr. Yang as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee with effect from 26 August 2022, the Company is in compliance with the requirements under Rules 3.10(1), 3.21 and 3.27A of the Listing Rules.

By Order of the Board
Suoxinda Holdings Limited
Song Hongtao
Chairman of the Board

Hong Kong, 26 August 2022

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Song Hongtao, Mr. Chen Zhenping, Dr. Wu Fu-Shea and Mr. Wu Xiaohua, and three independent non-executive Directors, namely, Mr. Tu Xinchun, Dr. Chen Wei and Mr. Yang Haifeng.

** For identification purposes only*