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## **Renrui Human Resources Technology Holdings Limited**

**人瑞人才科技控股有限公司**

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

**(Stock Code: 6919)**

### **ANNOUNCEMENT**

#### **CHANGE IN JOINT COMPANY SECRETARY AND CHIEF FINANCIAL OFFICER**

The Board announces that with effect from 12 December 2022:

1. Mr. Li Wenjia has resigned as a joint company secretary, a vice president and the chief financial officer of the Company; and
2. Ms. Chen Chen, currently a vice president in charge of strategic planning and investment and financing affairs of the Group and a member of the senior management of the Company, has been appointed as a joint company secretary and the chief financial officer of the Company.

#### **RESIGNATION OF MR. LI WENJIA (“MR. LI”)**

The board of directors (the “**Board**”) of Renrui Human Resources Technology Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that with effect from 12 December 2022, Mr. Li has resigned from his roles at the Company as a joint company secretary, a vice president and the chief financial officer of the Company, due to his intention to devote more time to his family and personal affairs. Mr. Li will continue to serve the Group as a consultant until 12 December 2023, subject to terms and conditions of the relevant service agreement. Mr. Li has confirmed to the Board that he has no disagreement with the Board and the Company, and there is no other matter in relation to his resignation 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.

During his tenure, Mr. Li has established a comprehensive financial management system for the Group and made valuable contributions to the promotion of corporate governance and compliance and the development of investor relations. The Board would like to express its sincere gratitude to him.

## **APPOINTMENT OF MS. CHEN CHEN (“MS. CHEN”) AS JOINT COMPANY SECRETARY**

Ms. Chen, currently a vice president in charge of strategic planning and investment and financing affairs of the Group and a member of the senior management of the Company, has been appointed as a joint company secretary of the Company with effect from 12 December 2022.

Ms. Chen joined the Company in September 2021 and is primarily responsible for the Group’s strategic research and planning, investor relations, and investment and mergers and acquisitions strategy. She also assists Mr. Li in handling corporate governance and compliance matters of the Group. She has been working very closely with the Board and has a close working relationship with the management of the Company. Prior to joining the Group, Ms. Chen had worked in investment banking industry for over 10 years with extensive experience in corporate finance, industry research and financial analysis. She joined the headquarter of BNP Paribas in Paris in November 2009 and worked in the Asia Pacific investment banking department of BNP Paribas Securities (Asia) Limited (“**BNPP**”) in Hong Kong from August 2010 to September 2021. She participated in the corporate financing projects of a number of companies, including equity financing, debt financing, mergers and acquisitions, reorganization and other transactions, when she worked for BNPP and has become familiar with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and other relevant laws and regulations, such as the Hong Kong Code on Takeovers and Mergers, as well as corporate governance matters for Hong Kong listed companies. She obtained master’s degrees in Master of Science in Management (Finance) and Master in European Business from EMLYON Business School. She obtained bachelor’s degree in Business French with a minor in International Economics and Trade from Shanghai University of International Business and Economics.

As BNPP was the sole sponsor to the listing of the Company’s shares on the Main Board of the Stock Exchange, Ms. Chen was involved and participated in the Company’s initial public offering preparation and application when she was working for BNPP. Since joining the Company, Ms. Chen has been responsible for and deeply involved in various significant transactions conducted by the Group, including but not limited to the major acquisition disclosed in the Company’s announcement dated 8 March 2022. Ms. Chen has also been

actively involved in various corporate decisions and actions of the Company, including but not limited to preparing and/or reviewing the Company's announcements in respect of continuing connected transactions, grant of share options and inside information, as well as interim report, annual report and environmental, social and governance report.

Ms. Chen was licensed by the Securities and Futures Commission of Hong Kong to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities when she worked for BNPP. She obtained professional qualifications of Certified Credit Risk Management Professional (Commercial Lending) (CCRP(CL)) and Certified Credit Risk Management Professional (Credit Portfolio Management) (CCRP(CPM)) from The Hong Kong Institute of Bankers in 2021.

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

Ms. Chen currently does not necessarily possess the qualifications required under Rule 3.28 of the Listing Rules. However, the Company believes that it would be in the interests of the Company and corporate governance of the Group to appoint Ms. Chen as a joint company secretary of the Company for the following reasons:

- (i) the principal business activities of the Group are based in the PRC and Ms. Chen primarily works at the Company's Shanghai office, being one of the main offices of the Group; while Ms. Siu Pui Wah ("**Ms. Siu**"), the other joint company secretary of the Company, is primarily stationed in Hong Kong;
- (ii) given Ms. Chen currently primarily works in the Shanghai office of the Company and, as a vice president in charge of strategic planning and investment and financing affairs of the Group and a member of the senior management of the Company, interacts with the directors and senior management of the Company in the PRC on a frequent basis, her appointment would greatly facilitate communications with members of the Board and the senior management of the Group ordinarily located in the PRC, and ensure effective and efficient actions will be taken by the Group for the purposes of complying with the applicable Hong Kong requirements;

- (iii) Ms. Chen is familiar with the day-to-day operations of the Group and has been involved in overseeing regulatory and compliance issues of the Company. She possesses practical experience in relation to the application of and compliance with the Listing Rules and other relevant laws and regulations through her participation in the listing process of various companies when she worked for BNPP, including the Company's, and involvement in significant transactions conducted by the Company and various corporate decisions and actions of the Company. She also has extensive management experience in strategic research and planning, investor relations, and investment activities, corporate governance, as well as a sound understanding of the Group's internal operations; therefore it would be fitting to appoint a member of the senior management who has a strong and comprehensive understanding of the Group to fulfil this role; and
- (iv) the key roles to be played by Ms. Chen and Ms. Siu will be complementary to each other. While Ms. Siu will be focusing on day-to-day compliance work, and preparing the initial drafts of documents subject to the provisions of the Listing Rules, articles of association of the Company and other relevant laws and regulations, Ms. Chen will provide insight from a business and operational perspective and help review and cross check the documents prepared by Ms. Siu to ensure they comply with the Listing Rules and also reflect the Group's business intention. Ms. Chen will work closely with Ms. Siu on all compliance-related issues in the day-to-day operations of the Company to jointly discharge their duties and responsibilities as joint company secretaries.

Ms. Siu was appointed as one of the joint company secretaries of the Company with effect from 13 December 2019, being the date on which dealings in the shares of the Company first commence on the Main Board of the Stock Exchange. Ms. Siu is a director and head of accounting and corporate services of Trident Corporate Services (Asia) Limited, a global professional services provider. She has been working in Trident Corporate Services (Asia) Limited for over 20 years and possesses experiences in providing accounting, taxation and corporate secretarial services to listed companies as well as multinational, private and offshore companies. Ms. Siu is a certified public accountant and has been a member of the Hong Kong Institute of Certified Public Accountants since 2003.

Ms. Siu will continue to act as a joint company secretary of the Company and provide assistance to Ms. Chen in discharging her duties and responsibilities as a joint company secretary of the Company. Ms. Chen will also be assisted and advised by the Hong Kong legal adviser of the Company on matters concerning the Company's ongoing compliance with the Listing Rules and the applicable Hong Kong laws and regulations. Ms. Chen has undertaken that she will take no less than 15 hours of relevant professional training in each of the financial year required under Rule 3.29 of the Listing Rules.

By reason of the above, the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements as set out in Rules 3.28 and 8.17 of the Listing Rules for a three-year period from the date of appointment of Ms. Chen as a joint company secretary of the Company (the "**Waiver Period**"), subject to the following conditions:

- (i) Ms. Chen must be assisted by Ms. Siu 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 publish this announcement disclosing the reasons, details and conditions of the waiver, and the qualification and experience of both Ms. Chen and Ms. Siu.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. Chen, having had the benefit of Ms. Siu'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.

## **APPOINTMENT OF MS. CHEN AS CHIEF FINANCIAL OFFICER**

Ms. Chen has also been appointed as the chief financial officer of the Company with effect from 12 December 2022. She will be responsible for overseeing the finance management and regulatory compliance of the Group, and managing investor relationships of the Group. In line with the Group's long-term strategy of promoting business strategic upgrade and focusing on strategic investments and mergers and acquisitions to further expand into high-value industries, Ms. Chen is well-positioned to implement the Group's strategy given her sophisticated knowledge and experience in investment banking industry. Following the appointment of Ms. Chen as the chief financial officer, the Group will continue striving to create sustainable growth curve and generate robust returns for shareholders of the Company.

The Board would like to extend its warm welcome to Ms. Chen for taking up new positions in the Company.

By order of the Board  
**Renrui Human Resources Technology Holdings Limited**  
**Zhang Jianguo**  
*Chairman and Chief Executive Officer*

The PRC, 12 December 2022

*As at the date of this announcement, the Board comprises Mr. Zhang Jianguo, Mr. Zhang Feng and Ms. Zhang Jianmei as executive Directors; Mr. Chen Rui and Mr. Chow Siu Lui as non-executive Directors; and Ms. Chan Mei Bo Mabel, Mr. Shen Hao and Mr. Leung Ming Shu as independent non-executive Directors.*