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CAPITAL GRAND

BEIJING CAPITAL GRAND LIMITED

首創鉅大有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1329)

**RESIGNATION OF COMPANY SECRETARY
APPOINTMENT OF JOINT COMPANY SECRETARIES
CHANGE OF AUTHORISED REPRESENTATIVE AND
PROCESS AGENT**

AND

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

**RESIGNATION OF COMPANY SECRETARY, APPOINTMENT OF JOINT COMPANY
SECRETARIES AND CHANGE OF AUTHORISED REPRESENTATIVE AND PROCESS
AGENT**

The board of directors (the “**Board**”) of Beijing Capital Grand Limited (the “**Company**”) hereby announces that Ms. Peng Sisi (“**Ms. Peng**”) has tendered her resignation as the company secretary of the Company, the authorised representative of the Company (the “**Authorised Representative**”) pursuant to the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the authorised representative for the acceptance of service of process and notices in Hong Kong on behalf of the Company pursuant to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from 15 October 2023. Ms. Peng has confirmed that she has no disagreement with the Board and there are no matters relating to her resignation that need to be brought to the attention of the shareholders of the Company.

The Board is pleased to announce that, following the resignation of Ms. Peng, Ms. Wang Xia (“**Ms. Wang**”) and Mr. Ng Lok Ming (“**Mr. Ng**”) will be appointed as the joint company secretaries of the Company (the “**Joint Company Secretaries**”) and each a “**Joint Company Secretary**”) with effect from 15 October 2023.

The biographical details of Ms. Wang and Mr. Ng are set out below:

Ms. Wang

Ms. Wang joined the Company in May 2015 as a general manager of the Capital Management Centre and was appointed as the secretary of the Board in October 2018. Ms. Wang was further appointed as a general manager (director) of the Strategic Cooperation Centre (the Board's Office) in December 2022. Ms. Wang served as the manager of the President's Office of Dalian Hanfeng Group Company (大連漢楓集團公司) and the general manager of its Dalian company from January 2000 to April 2002. Ms. Wang served as a member of the Preparatory Office, an executive secretary of the General Manager's Office, a director of Strategic Planning Department and a director of Process Planning and Customer Relationship Management Department of ING Capital Life Insurance Company Ltd. (首創安泰人壽保險有限公司) from May 2002 to November 2006. From December 2009 to March 2010, Ms. Wang was a communications and specialised projects manager of the Strategy and Business Development Department of Pfizer Investment Co., Ltd. (輝瑞投資有限公司). Ms. Wang joined Beijing Capital Land Ltd. (首創置業股份有限公司) ("BCL", which is currently delisted, stock code: 2868.HK) in July 2010 and served as a professional manager of the Capital Management Centre, a premier manager and later a senior manager of corporate governance. Ms. Wang obtained a bachelor's degree and a master's degree in engineering from Shaanxi University of Science and Technology (formerly known as "Northwest Institute of Light Industry") in July 1997 and April 2000 respectively. She later obtained a master's degree in business administration from Tsinghua University (the Tsinghua-MIT Global MBA Program) in July 2009. She obtained the qualification certificate for the secretary of the Board of Directors of the Shenzhen Stock Exchange in June 2021. She also obtained the Financial Risk Manager certification issued by the Global Association of Risk Professionals in October 2022.

Mr. Ng

Mr. Ng is a solicitor of the High Court of the Hong Kong Special Administrative Region and a lawyer in the Guangdong-Hong Kong-Macao Greater Bay Area. In addition to Mr. Ng's experience as legal director of Alibaba Group Holding Limited from November 2015 to November 2020, he had for many years worked as general counsel/head of legal and company secretary for companies listed on the Main Board of the Stock Exchange. Mr. Ng graduated from the University of Hong Kong with a Bachelor of Laws and a Postgraduate Certificate in Laws in 1995 and 1996 respectively. He later obtained a Master of Laws in Chinese and Comparative Law from the City University of Hong Kong in 2002.

Mr. Ng meets the qualification requirements for company secretary under Rules 3.28 and 8.17 of the Listing Rules.

The Board further announces that Mr. Fan Shubin, the chairman and executive director of the Company, has been appointed as the Authorised Representative and Mr. Ng has been appointed as the Process Agent with effect from 15 October 2023.

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

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

Ms. Wang currently does not possess the qualifications of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. However, the Company considers that Ms. Wang is capable of discharging the functions of a Joint Company Secretary by virtue of her knowledge, qualifications and experience. Therefore, the Company has applied for, and the Stock Exchange has granted a waiver (the “**Waiver**”) to the Company from strict compliance with the requirements for the qualifications of a company secretary under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of appointment of Ms. Wang as a Joint Company Secretary (the “**Waiver Period**”) on the conditions that:

- (i) Ms. Wang must be assisted by Mr. Ng 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 the confirmation from the Stock Exchange that Ms. Wang, having had the benefit of Mr. Ng’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 such that a further waiver will not be necessary.

The Board would like to express its sincere gratitude to Ms. Peng for her past contributions to the Company during her tenure of service, and express its welcome to Ms. Wang and Mr. Ng on their appointment as the Joint Company Secretaries.

By Order of the Board
Beijing Capital Grand Limited
Xu Jian
Executive Director

Beijing, 13 October 2023

As at the date of this announcement, the Board comprises Mr. Fan Shubin (Chairman) and Mr. Xu Jian (Chief Executive Officer) as executive Directors; Mr. Wang Hao, Ms. Qin Yi, Mr. Zhou Yue and Mr. Zhao Randolph as non-executive Directors; and Mr. Yeung Chi Tat, Dr. Huang Wei and Mr. Xu Weiguo as independent non-executive Directors.