

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**ORIENT SECURITIES INTERNATIONAL HOLDINGS LIMITED**  
**東方滙財證券國際控股有限公司\***  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8001)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES;  
AND  
(3) COMPLIANCE WITH RULES 5.05(1) AND 5.28 OF THE GEM  
LISTING RULES AND TERMS OF REFERENCE OF COMMITTEES**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Orient Securities International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Cheng Ching Fu (“**Mr. Cheng**”) has been appointed as an independent non-executive Director of the Company, a member of each of the audit committee of the Board (the “**Audit Committee**”), the remuneration committee of the Board (the “**Remuneration Committee**”), and the nomination committee of the Board (the “**Nomination Committee**”), with effect from 30 November 2023.

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

Mr. Cheng, aged 49, has over 20 years of extensive experience in the field of accounting, financial management and company secretary duties. Mr. Cheng has been appointed as (i) an executive director and chief financial officer of Beijing Properties (Holdings) Limited (“**Beijing Properties**”), whose shares are listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 925) in July 2017, and the company secretary of Beijing Properties in June 2016; (ii) a non-executive director of CAQ Holdings Limited, whose shares are listed on the Australian Securities Exchange (stock code: CAQ) since November 2017; and (iii) an executive director, chief financial officer and company secretary of MillenMin Ventures Inc., a company listed on the Toronto Stock Exchange (TSXV stock code: MVM) since April 2018.

Mr. Cheng graduated from Curtin University, Perth, Western Australia with a Degree of Bachelor of Commerce Accounting and Finance, majoring in Accounting and Finance. He then obtained a Master of Business Administration from the University of South Australia and a Master of Corporate Governance from the Hong Kong Polytechnic University. He is a fellow member of the Hong Kong Institute of Certified Public Accountants, the CPA Australia, the Hong Kong Chartered Governance Institute (formerly known as the Hong Kong Institute of Chartered Secretaries) and the Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators), respectively.

Mr. Cheng has entered into a letter of appointment with the Company for a term of three years commencing on 30 November 2023, and is subject to retirement by rotation and re-election at next following annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the terms of his letter of appointment, Mr. Cheng is entitled to a director's fee of HK\$120,000 per annum which was determined by the Board with reference to Mr. Cheng's relevant experience and qualifications, his duties and responsibilities in the Company as well as the prevailing market condition.

As at the date of this announcement, save as disclosed above, to the best knowledge and information of the Directors having made reasonable enquiries, Mr. Cheng (i) does not hold any other position in the Company or any other members of the Group; (ii) does not hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (iii) does not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**")) of the Company; (iv) does not have any other interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (v) does not have any other major appointments and professional qualifications. Mr. Cheng has also confirmed that he met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules. Save as disclosed above, Mr. Cheng has confirmed that there is no other information relating to the appointment of Mr. Cheng which is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Cheng as an independent non-executive Director that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Cheng for joining the Board.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

Following the appointment of Mr. Cheng as an independent non-executive Director, Mr. Cheng will be appointed as a member of each of the Nomination Committee, the Remuneration Committee and the Audit Committee. the Company has fulfilled the requirements under Rules 5.05(1) and 5.28 of the GEM Listing Rules and the minimum number of members as required under the respective terms of reference of the Audit Committee, the Remuneration Committee and the Nomination Committee.

## **COMPLIANCE WITH THE REQUIREMENTS UNDER RULES 5.05(1) AND 5.28 OF THE GEM LISTING RULES AND TERMS OF REFERENCE OF COMMITTEES**

Reference is made to the announcement of the Company dated 31 Aught 2023 in relation to, among others, the retirement of Ms. Luk Huen Ling Claire (“**Ms. Luk**”), the then independent non-executive Director and the Company’s non-compliance with, among others, Rule 5.05(1) and 5.28 of the GEM Listing Rules. Pursuant to Rule 5.05(1) of the GEM Listing Rules, every board of directors of an issuer must include at least three independent non-executive directors. Pursuant to Rule 5.28 of the GEM Listing Rules, the number of members of the audit committee of the issuer must comprise a minimum of three members. The Company shall appoint a sufficient number of independent non-executive directors to meet the minimum number required under Rule 5.05(1) and 5.28 of the GEM Listing Rules within three months after failing to meet the requirement. The number of members of each of the Nomination Committee, the Remuneration Committee and the Audit Committee fell below the minimum number as required under the respective terms of reference of the Nomination Committee, the Remuneration Committee and the Audit Committee.

As at the date of this announcement, following the appointment of Mr. Cheng as an independent non-executive Director and a member of each of the Nomination Committee, the Remuneration Committee and the Audit Committee, there were three independent non-executive Directors on the Board, and the number of independent non-executive Directors has met the minimum number as required under Rule 5.05(1) and 5.28 of the GEM Listing Rules and respective terms of reference of the Nomination Committee, the Remuneration Committee and the Audit Committee.

\* *For identification purposes only*

By order of the Board  
**Orient Securities International Holdings Limited**  
**Lee Nga Ching**  
*Executive Director*

Hong Kong, 30 November 2023

*As at the date of this announcement, the Board comprises (i) Mr. Shiu Shu Ming, Ms. Lee Nga Ching and Ms. Suen Tin Yan as the executive Directors; and (ii) Mr. Siu Kin Wai, Ms. Chan Man Yi and Mr. Cheng Ching Fu as the independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) for a minimum period of 7 days from the date of its publication and on the Company’s website at [www.orientsec.com.hk](http://www.orientsec.com.hk).*