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ST INTERNATIONAL HOLDINGS COMPANY LIMITED

智紡國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8521)

CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 5 December 2023:

- (1) Mr. Xi Bin has resigned as an executive Director;
- (2) Mr. Sze Irons, *BBS, JP*, has resigned as an independent non-executive Director, a member of the Audit Committee and the chairman of the Nomination Committee; and
- (3) Dr. Chan Yee Wah has been appointed as an independent non-executive Director, a member of the Audit Committee and the chairwoman of the Nomination Committee.

RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (“**Board**”) of directors (“**Directors**”, and each a “**Director**”) of ST International Holdings Company Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that, with effect from 5 December 2023:

- (i) Mr. Xi Bin (“**Mr. Xi**”) has resigned as an executive Director due to his other business pursuits and commitments; and
- (ii) Mr. Sze Irons, *BBS, JP*, (“**Mr. Sze**”) has resigned as an independent non-executive Director, a member of the audit committee of the Board (“**Audit Committee**”) and the chairman of the nomination committee of the Board (“**Nomination Committee**”) due to his other business pursuits and commitments.

Each of Mr. Xi and Mr. Sze has confirmed that he did not have any disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company (“**Shareholders**”) and The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

Mr. Xi remains as the chief executive officer of the Group.

The Board would like to express its sincere gratitude to Mr. Xi and Mr. Sze for their valuable contribution to the Company during their tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that, with effect from 5 December 2023, Dr. Chan Yee Wah (“**Dr. Chan**”) has been appointed as an independent non-executive Director, a member of the Audit Committee and the chairwoman of the Nomination Committee.

The biographical details of Dr. Chan are set out below:

Dr. Chan Yee Wah, aged 58, has over 30 years of experience in finance and management. She is currently the Head of Investor Relations of C C Land Holdings Limited (stock code: 1224), a company whose shares are listed on the Main Board of the Stock Exchange. She is also an independent non-executive director of each of Capital Environment Holdings Limited (stock code: 3989), a company whose shares are listed on the Main Board of the Stock Exchange, and Xtep International Holdings Limited (stock code: 1368), a company whose shares are listed on the Main Board of the Stock Exchange.

Dr. Chan obtained a Bachelor of Arts in Accountancy from the City University of Hong Kong (formerly known as the City Polytechnic of Hong Kong) in November 1992, a Master of Business Administration from the University of Nottingham, the United Kingdom in December 1993, and a Doctor of Business Administration from The Hong Kong Polytechnic University in December 2007. Dr. Chan is a fellow member of each of the Hong Kong Institute of Certified Public Accountants (previously known as the Hong Kong Society of Accountants), the Association of Chartered Certified Accountants and the Hong Kong Chartered Governance Institute.

Save as disclosed above, as at the date of this announcement, Dr. Chan has not held any other directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas, or any other major appointments or professional qualifications. As at the date of this announcement, Dr. Chan (i) has not held any positions with the Company or other members of the Group; and (ii) does not have any relationships with any Directors, senior management or substantial or controlling shareholders (having the meaning ascribed to it under the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on GEM of the Stock Exchange) of the Company.

As at the date of this announcement, Dr. Chan is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Dr. Chan has entered into an appointment letter in respect of her appointment as an independent non-executive Director for a continuous term and such appointment is subject to retirement by rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company and the GEM Listing Rules. Dr. Chan is entitled to a director’s fee of HK\$10,000 per month, which is determined with reference to prevailing market conditions, duties and responsibilities of Dr. Chan at the Company and the remuneration policy of the Company.

Dr. Chan confirmed that she met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Dr. Chan was a director in three companies, namely Best United Investments Limited (綜聯投資有限公司) (“**Best United**”), Hill Point Development Limited (峰景發展有限公司) (“**Hill Point**”) and Market Link Limited (可怡有限公司) (“**Market Link**”), which were companies incorporated in Hong Kong and were dissolved by deregistration in 2001, 2009 and 2017 respectively. Dr. Chan was a director of each of Best United, Hill Point and Market Link when each such company was dissolved. Best United and Hill Point were investment holding companies, and Market Link was engaged in the business of consultancy. All such companies had ceased operation before dissolution, and each company was solvent at the time when it was dissolved. The dissolution of these companies has not resulted in any obligations or liabilities against Dr. Chan.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules nor any other matters in relation to the appointment of Dr. Chan that need to be brought to the attention of the Shareholders.

The Board wishes to express its warm welcome to Dr. Chan on her appointment to the Board.

For and on behalf of the Board
ST International Holdings Company Limited
Wong Kai Hung Kelvin
Chairman and Executive Director

Hong Kong, 5 December 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wong Kai Hung Kelvin, Mr. Li Jian and Mr. Chen Simon Guomin; one non-executive Director, namely Mr. Hung Yuk Miu; and three independent non-executive Directors, namely Mr. Fong Kin Tat, Mr. Ng Wing Heng Henry and Dr. Chan Yee Wah.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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’s website at www.hkexnews.hk for at least seven days after the date of publication and on the Company’s website at www.smart-team.cn.