

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.



China New Holdings Limited
中新控股有限公司

(formerly known as Royal Century Resources Holdings Limited 仁德資源控股有限公司)

(incorporated in Hong Kong with limited liability)

(Stock Code: 8125)

CHANGE OF EXECUTIVE DIRECTOR

APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of China New Holdings Limited (formerly known as Royal Century Resources Holdings Limited) (the “**Company**”) hereby announces that Ms. Li Ling (“**Ms. Li**”) has been appointed as an executive Director with effect from 4 December 2025. The biographical details of Ms. Li is set out as follow:

Biography of Ms. Li

Ms. Li, aged 52, holds an associate degree in political education (law) from Shanxi Normal University (山西師範大學). Ms. Li focuses on the development and marketing of intelligent software, as well as providing digital marketing services. From July 2022 to date, she has served as the legal representative of Henan Flash Gift Intelligent Technology Co., Ltd. (河南閃贈智能科技有限公司) (“**Henan Flash Gift**”), and has successively held various positions including national market operations director, chief operating officer and chairman, where she is responsible for the company’s operational management, market and overall strategy, as well as business planning and execution, with rich experience in market operation and management. As of the date of this announcement, Henan Flash Gift is an associate of China Flash Gift Group Co., Limited (“**China Flash Gift**”), the substantial shareholder of the Company, and China Flash Gift holds approximately 19.79% of the shares of the Company as at the date of this announcement.

Ms. Li has entered into a service agreement with the Company for a term of one year with effect from 4 December 2025, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association (the “**Articles**”) of the Company and the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM (the “**GEM**”) of The Stock Exchange of Hong Kong Limited. The remuneration of Ms. Li is HK\$240,000 per annum with a discretionary bonus which the Board may determine in its absolute discretion based on the recommendation of the Remuneration Committee. The remuneration of Ms. Li was determined with reference to her duties and responsibilities and prevailing market conditions.

Save as disclosed above, Ms. Li (i) has not held any directorships in public companies the securities of which are listed in Hong Kong or overseas in the last three years; (ii) has not held any other positions in the Company or any of its subsidiaries; (iii) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; (iv) does not have any interest in the listed securities 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) there is no information relating to Ms. Li that is required to be disclosed pursuant to 17.50(2)(h) to (v) of the GEM Listing Rules or any other matter concerning Ms. Li’s appointment that needs to be brought to the attention of the Shareholders.

RESIGNATION OF EXECUTIVE DIRECTOR

The Board hereby announces that Ms. Ma Man Chi (“**Ms. Ma**”) has tendered her resignation as executive Directors with effect from 4 December 2025 due to her other business engagements.

Ms. Ma has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the Stock Exchange).

The Board takes this opportunity to express its sincere appreciation to Ms. Ma for her valuable contribution to the Company during her tenure in office.

The Board would like to take this opportunity to welcome Ms. Li to the Board. Following the appointment of Ms. Li, the Group will seek business opportunities in the development and marketing of intelligent software as well as providing digital marketing services and other related technology businesses.

By order of the Board
China New Holdings Limited
(formerly known as Royal Century
Resources Holdings Limited)

Law Hok Yu

Executive Director and Company Secretary

Hong Kong, 4 December 2025

As at the date of this announcement, the executive Directors are Ms. Miao Xianliu, Mr. Law Hok Yu, Ms. Chen Qiuling and Ms. Li Ling; and the independent non-executive Directors are Ms. Tsang Hau Wai, Mr. Li Ka Chun Gordon and Ms. Chan Wai Yan.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of The Stock Exchange of Hong Kong Limited (“HKEx”) 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 HKEx website at www.hkex.com.hk for at least 7 days from the date of its posting and on the website of the Company at www.chinanewholdings.com.hk.