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CIL Holdings Limited

華建控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00479)

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

APPOINTMENT OF EXECUTIVE DIRECTOR

Mr. Wang Jia Hua (王家驊) (“**Mr. Wang**”) aged 59 has been appointed as executive director and vice president of the Company with effect from 3 March 2022.

Mr. Wang graduated from Department of Education Management, East China Normal University (上海華東師範大學教育管理專業) in 1994.

From 2001, Mr. Wang has established Tianjin Tai He Xin Investment Company Limited (天津泰和信投資有限公司) and Anhui Ha Gong Da Software Engineering Company Limited (安徽哈工大軟件工程有限公司) and has acted as the chairman of the two companies.

Mr. Wang acted as independent non-executive director of Earnest Investments Holdings Limited (安利時投資控股有限公司) (Stock Code: 339) for the period from 6 November 2009 to 26 November 2016 and also acted as an executive director and the managing director of Phoenitron Holdings Limited (品創控股有限公司) (Stock Code: 8066) for the period from 5 January 2016 to 5 January 2017.

As at the date of this announcement, Mr. Wang has not entered into nor proposes to enter into any service contract with the Company which falls within the meaning of Rule 13.68 of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) requiring the prior approval of shareholders of the Company at general meetings. According to the service agreement dated 3 March 2022 between Mr. Wang and the Company, he shall hold office as an executive director and vice president for an initial period of two (2) years commencing on 3 March 2022 and shall continue thereafter for successive terms of one month each commencing from the date next after the expiry of the then current term unless and until terminated by either Mr. Wang or the Company giving to the other party not less than one month’s notice in writing to determine the same, such notice to expire at the end of the initial term or any renewed term of the appointment. Mr. Wang shall receive a monthly salary of HK\$50,000.00 payable at the end of each calendar month. In addition, the Company may at its absolute discretion and having regard to the operating results of the Group (meaning the Company and its subsidiaries) and the performance of Mr. Wang, pay to Mr. Wang during the continuance of the service agreement for each completed year of service, a bonus of such amount to be determined by the board of directors of the Company (“**Board**”).

As at the date of this announcement, save as disclosed above, Mr. Wang confirms that (i) he does not have any relationship with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company; (ii) he does not have, and is not deemed to have, any interest 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) (the “**SFO**”); (iii) he does not hold other positions with the Company or other members of the Group; and (iv) he does not hold any other directorships in the last three years in any other public companies of which the securities are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, the Board is not aware of any information relating to the appointment of Mr. Wang required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company in relation to Mr. Wang’s appointment as an executive director and vice president.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Tsang Wai Han (曾慧嫻) (“**Ms. Tsang**”) aged 54 has been appointed as independent non-executive director of the Company with effect from 3 March 2022.

Ms. Tsang obtained Higher Diploma in Human Resource Management at Hong Kong Polytechnic University in 1998 and Certificate of BEC Exams – BEC Vantage at University of Cambridge in 2003. She was awarded Bachelor of Business Administration in Management at The University of Iowa in 2006. In 2013, she obtained Certificate in Project Management at The Hong Kong Management Association.

Ms. Tsang has acted as human resources and administration manager in various companies since 2001. For the period from May 2018 to August 2020, she acted as the human resources and administration manager of Mantex Supplies Company Limited (民信國際控股有限公司) (Stock Code: 8456), a company listed at the GEM operated by The Stock Exchange Hong Kong Limited. For the period from October 2020 to September 2021, Ms. Tsang acted as part-time administrator of Crown Star Engineering Company Limited.

As at the date of this announcement, Ms. Tsang has not entered into nor proposes to enter into any service contract with the Company which falls within the meaning of Rule 13.68 of the Listing Rules requiring the prior approval of shareholders of the Company at general meetings. According to the letter of employment dated 3 March 2022 between Ms. Tsang and the Company, Ms. Tsang shall hold office as independent non-executive director for an initial term of two (2) years subject to retirement at an annual general meeting of the Company (Ms. Tsang may however offer herself for re-election). The Company may also terminate the appointment of Ms. Tsang by giving not less than one month's prior notice in writing or payment in lieu of notice. Ms. Tsang shall be entitled to a remuneration of HK\$264,000 per annum or a pro-rata amount for any incomplete year (or such higher remuneration as may be fixed by the Board, the remuneration committee of the Company and/or by the shareholders in annual general meetings) payable in 30 June and 31 December of each year.

As at the date of this announcement, save as disclosed above, Ms. Tsang confirms that (i) she does not have any relationship with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company; (ii) she does not have, and is not deemed to have, any interest in the shares of the Company within the meaning of Part XV of the SFO; (iii) she does not hold other positions with the Company or other members of the Group; and (iv) she does not hold any other directorships in the last three years in any other public companies of which the securities are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, the Board is not aware of any information relating to the appointment of Ms. Tsang required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company in relation to Ms. Tsang's appointment as an independent non-executive director.

The Board would like to express its warm welcome to the new appointment of Mr. Wang and Ms. Tsang in the Company.

By Order of the Board
CIL Holdings Limited
Ke Jun Xiang
Chairman

Hong Kong, 3 March 2022

As at the date of this announcement, the Board comprises 5 executive directors, namely Mr. Ke Jun Xiang (Chairman and Chief Executive Officer), Mr. Wilson Wong (Deputy Chairman), Ms. Lo Yuen Chung, Mr. Fu Daoding and Mr. Wang Jiahua; 1 non-executive director, namely Mr. Li Chung Kai, Philip; and 3 independent non-executive directors, namely Mr. Chan Siu Kay, Mr. Choi Chin Yu and Ms. Tsang Wai Han.

** For identification purpose only*