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## **China Vered Financial Holding Corporation Limited**

**中微金融控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 245)**

### **ANNOUNCEMENT**

- IN RELATION TO (1) APPOINTMENT OF EXECUTIVE DIRECTOR  
AND DEPUTY CHIEF EXECUTIVE OFFICER  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
(3) CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE,  
AUDIT COMMITTEE AND NOMINATION COMMITTEE  
(4) RESIGNATION OF NON-EXECUTIVE DIRECTOR  
AND  
(5) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of China Vered Financial Holding Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 15 March 2022, (1) Mr. Li Feng (“**Mr. Li**”) has been appointed as an executive director and the deputy chief executive officer of the Company; (2) Mr. Wen Yuanhua (“**Mr. Wen**”) has been appointed as an independent non-executive director of the Company, the chairman of the remuneration committee of the Company and member of the audit committee and nomination committee of the Company; (3) Mr. Zhang Yang (“**Mr. Zhang**”) has resigned as a non-executive director of the Company; and (4) Mr. Wang Yongli (“**Mr. Wang**”) has resigned as an independent non-executive director of the Company, chairman of the remuneration committee of the Company and member of the audit committee and nomination committee of the Company.

## **APPOINTMENT OF EXECUTIVE DIRECTOR AND DEPUTY CHIEF EXECUTIVE OFFICER**

Mr. Li, aged 43, has been serving as a director of Vered Holdings (Hong Kong) Limited (薔薇控股股份有限公司) (“**Vered**”) since 2017. Before joining Vered, Mr. Li was employed by China Minsheng Banking Corp., Ltd. (中國民生銀行股份有限公司) and held various positions from January 2003 to February 2016, including the account manager of the corporate business department of the Dalian branch, the product manager assistance of the corporate banking management department of the Dalian branch, general manager assistant of the Dalian branch of the trade finance department and the general manager of the corporate finance department of the Hong Kong branch.

Mr. Li graduated from Dongbei University of Finance and Economics (東北財經大學) in June 2011 with a master degree in business administration.

Mr. Li is expected to enter into a service agreement with the Company for a term of three years with effect from 15 March 2022, provided that either party may terminate such service contract at any time by giving at least three months’ notice in writing. The service agreement is expected to provide Mr. Li with an annual remuneration of HK\$250,000. In accordance with the Company’s articles of association, Mr. Li’s appointment as an executive director is subject to retirement by rotation and re-election at the Company’s general meeting. The remuneration package of Mr. Li is determined by reference to his duties, responsibilities as well as the Company’s remuneration policy and the market benchmark and will be reviewed by the Board and the remuneration committee of the Company from time to time.

As at the date of this announcement, Mr. Li has no interest 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).

Save as disclosed above, (i) Mr. Li does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; (ii) Mr. Li has not held any directorship in any listed public companies in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications; and (iii) there is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) 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. Li’s appointment.

The Board would like to take this opportunity to welcome Mr. Li in joining the Company.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Wen, aged 52, has worked as the director and president of Zhongji Investment Co., Ltd.\* (中冀投資股份有限公司) (“**Zhongji**”) since November 2017, and has been in charge of Zhongji’s strategy, organization, business, and building of a large-scale asset allocation portfolio platform that involves equity investment, high-yield debt, non-performing assets and fixed increase business. Mr. Wen previously worked as an executive director of Bank of Tianjin (“**BOT**”) from December 2014 to February 2017 and as the president of BOT from December 2014 to December 2016, mainly responsible for the overall business and management of BOT, and was in charge of the general office, asset and liability management department, science and technology department, operation management department, investment banking department and asset management department. Prior to joining BOT, Mr. Wen held a number of positions at China Construction Bank Corporation (中國建設銀行股份有限公司), including serving as the deputy head of the board of directors’ office of China Construction Bank Corporation and the deputy president of the Tianjin branch of China Construction Bank Corporation from September 2006 to March 2008 and March 2008 to July 2013, respectively. Mr. Wen also served as the deputy general manager of the strategic planning and equity investment division and equity management division of China Construction Bank Corporation from July 2013 to March 2014 and March 2014 to September 2014, respectively. Prior to that, Mr. Wen worked at China Central Huijin Investment Limited\* (中央匯金投資有限責任公司) as the deputy head of equity management division from September 2005 to September 2006. Between September 1996 to August 2000, August 2000 to March 2002 and January 2003 to September 2005, Mr. Wen held various positions at China CITIC Bank International Limited (中信銀行(國際)有限公司), including being the deputy general manager of the financial planning division and credit management division, and general manager of the integrated banking and comprehensive managing services division, respectively.

Mr. Wen obtained a bachelor’s degree in engineering in geophysical surveying from East China University of Science and Technology (東華理工大學) (formerly known as East China Institute of Geology (華東地質學院)) in Jiangxi, China in July 1991. He also obtained a master degree in quantitative economics from Capital University of Economics and Business (首都經濟貿易大學) in Beijing, China in June 1996 and a doctorate degree in economics from the Chinese Academy of Social Sciences (中國社會科學院) in Beijing, China in June 2003. Mr. Wen studied at the Centre for International Management Studies of McGill University, Canada from March 2002 to November 2002 and was a participant in the World Fellows Program at the Yale University, the United States from August to December 2012. He is qualified as a senior economist, accredited by China CITIC Bank (中信銀行) (formerly known as CITIC Industrial Bank (中信實業銀行)) in 2004.

Mr. Wen is expected to enter into an appointment letter with the Company for his role as the independent non-executive director of the Company for a term of three years with effect from 15 March 2022, provided that either party may terminate such service contract at any time by giving at least three months’ notice in writing. The appointment letter is expected to provide Mr. Wen with an annual remuneration of HK\$250,000. In accordance with the Company’s articles of association, Mr. Wen’s appointment as an independent non-executive director is subject to retirement by rotation and re-election at the Company’s general

meetings. The remuneration package of Mr. Wen is determined with reference to his duties, responsibilities, as well as the Company's remuneration policy and the market benchmark and will be reviewed by the remuneration committee of the Company from time to time.

As at the date of this announcement, Mr. Wen has no interest 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).

Save as disclosed above, (i) Mr. Wen does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; (ii) Mr. Wen has not held any directorship in any listed public companies in the last three years or any other positions with the Company and other members of the Group or other major appointments and professional qualifications; and (iii) there is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders in relation to Mr. Wen's appointment.

The Board would like to extend its warm welcome to Mr. Wen in joining the Company as the independent non-executive director.

#### **CHANGE OF COMPOSITION OF REMUNERATION COMMITTEE, AUDIT COMMITTEE AND NOMINATION COMMITTEE**

As a result of Mr. Wang's resignation, Mr. Wen will be appointed as the chairman of the remuneration committee of the Company and member of the audit committee and nomination committee of the Company, with effect from 15 March 2022.

#### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board announces that with effect from 15 March 2022, Mr. Zhang has resigned as a non-executive director of the Company in order to devote more time to his other personal commitments.

Mr. Zhang has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation as a non-executive director of the Company which need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contributions to the Company during his tenure of service.

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board announces that with effect from 15 March 2022, Mr. Wang has resigned as an independent non-executive director, chairman of the remuneration committee and member of the nomination committee and audit committee of the Company in order to devote more time to his other personal commitments.

Mr. Wang has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation as an independent non-executive director of the Company which need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Wang for his valuable contributions to the Company during his tenure of service.

By Order of the Board  
**China Vered Financial Holding Corporation Limited**  
**Tomohiko Watanabe**  
*Chairman*

Hong Kong, 15 March 2022

*As at the date of this announcement, the Board comprises (1) Mr. Tomohiko Watanabe, Mr. Li Feng, Mr. Ni Xinguang, and Ms. Li Wei as executive directors of the Company; (2) Mr. Zhang Boyang as non-executive director of the Company; and (3) Mr. Wen Yuanhua, Ms. Zhou Hui and Mr. Dong Hao as independent non-executive directors of the Company.*

\* *For identification purpose only*