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**WINDMILL GROUP LIMITED**  
**(海鑫集團有限公司)**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1850)**

**RESIGNATION OF DIRECTORS;**  
**APPOINTMENT OF DIRECTOR;**  
**AND**  
**CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of WINDMILL Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) hereby announces that with effect from 10 May 2022:

- Mr. Sun Banggui (“**Mr. Sun**”) shall resign as Executive Director of the Company;
- Mr. Pau Ka Tat Patrick (“**Mr. Pau**”) shall resign as Independent Non-executive Director, Chairman of the Nomination Committee and a member of the Audit Committee and the Remuneration Committee of the Company; and
- Mr. Xian Gonghua (“**Mr. Xian**”) shall be appointed as Independent Non-executive Director, Chairman of the Nomination Committee and a member of each of the Remuneration Committee and the Audit Committee of the Company.

**REASONS FOR RESIGNATION**

Mr. Sun and Mr. Pau have advised the Board that they resign as Directors due to their other business commitments. The Board is not aware of any matters relating to the resignation of Mr. Sun and Mr. Pau that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). Mr. Sun and Mr. Pau have confirmed to the Board that they have no disagreement with the Board and there are no matters in relation to their respective resignations that need to be brought to the attention of the Shareholders.

## **Information relating to Mr. Xian**

The biographical details of Mr. Xian are set out as follows:

Mr. Xian, aged 55, graduated from the Guangzhou Caimao Administrative Cadres College (廣州市財貿管理幹部學院) and embarked on his career in 1993. Mr. Xian has nearly 20 years of extensive experience in corporate and financial management. Mr. Xian is currently an executive director of Guangzhou Zhongguang Investment Company Limited (廣州中光投資有限公司) since April 2012.

Mr. Xian has entered into a letter of appointment with the Company commencing from 10 May 2022 for an initial term of three years continuing thereafter from year to year, and may be terminated in accordance with its terms. He is subject to retirement from office and re-election at the first general meeting of the Company upon his appointment in accordance with the Articles of Association of the Company. Pursuant to his letter of appointment, Mr. Xian was entitled to a Director's fee of HK\$10,000 per month for his appointment as an Independent Non-executive Director. Mr. Xian's remuneration has been determined by the Board with reference to market rates and his qualifications and experience.

Save as disclosed above, (i) Mr. Xian 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) Mr. Xian has not held any other positions in the Company or any of its subsidiaries; (iii) Mr. Xian does not have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company; (iv) Mr. Xian does not have any interest in the listed securities of the Company within the meaning of Part XV of the SFO; and (v) there is no information relating to Mr. Xian that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange or any other matter concerning Mr. Xian's appointment that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Sun and Mr. Pau for their invaluable contributions to the Company during their tenure of office and would also like to express its warmest welcome to Mr. Xian.

By order of the Board  
**WINDMILL Group Limited**  
**Liu Shihao**  
*Chairman*

Hong Kong, 10 May 2022

*As at the date of this announcement, the executive Directors are Mr. Liu Shihao, Mr. Li Shing Kuen Alexander and Ms. Wang Ya; and the independent non-executive Directors are Mr. Yu Wai Chun, Mr. Li Ka Chun Gordon and Mr. Xian Gonghua.*