

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.



中國升海集團有限公司
China Shenghai Group Limited

(formerly known as China Shenghai Food Holdings Company Limited)

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1676)

- (1) REDESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF AUTHORISED REPRESENTATIVE;**
- (2) APPOINTMENT OF EXECUTIVE DIRECTOR;**
- (3) RESIGNATION OF EXECUTIVE DIRECTOR;**
- (4) RESIGNATION OF EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE;**
- (5) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF THE AUDIT COMMITTEE, CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF THE NOMINATION COMMITTEE; AND**
- (6) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

REDESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF AUTHORISED REPRESENTATIVE

The Board is pleased to announce that Mr. Liu Junting will be redesignated as an executive director of the Company (the “**Executive Director**”) and appointed as an authorised representative of the Company (the “**Authorised Representative**”) and serve as joint-chairman of the Board (the “**Joint-Chairman**”), Mr. Liu will ceased to be a member of each of the Audit Committee (the “**Audit Committee**”), the Remuneration Committee (the “**Remuneration Committee**”) and the Nomination Committee (the “**Nomination Committee**”), with effect from 24 June 2022.

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

Mr. Liu Junting (“**Mr. Liu**”), aged 32, was appointed as an Independent Non-executive Director of the Company on 14 January 2020. Before his appointment as Executive Director, Mr. Liu served as the manager of Zhuhai Lvzhou Industrial Limited, a company principally engaged in wholesale of fresh food. Since October 2019, Mr. Liu Junting was appointed as an independent non-executive director of Moody Technology Holdings Limited, a company listed on the Stock Exchange (Stock Code: 1400).

Mr. Liu has entered into a new service agreement with the Company for a term of three years. Mr. Liu will be entitled to an annual salary of HK\$600,000 plus discretionary bonus which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his duties and responsibilities and prevailing market conditions.

As at the date of this announcement, Mr. Liu has no interest in 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, as at the date of this announcement, Mr. Liu (i) has not held any directorships in other publicly listed companies in the last three years; and (ii) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matter in relation to the appointments of Mr. Liu that needs to be brought to the attention of the shareholders of the Company and does not have any information which is required to be disclosed under Rules 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Chen Chun will be appointed as Executive Director with effect from 24 June 2022.

The biographical details of Ms. Chen Chun are set out as follows:

Ms. Chen Chun (“**Ms. Chen**”), aged 45. Ms. Chen graduated from Southwest Jiaotong University with a bachelor degree in economic law in 2000, and obtained a master degree in law (litigation law) from Sun Yat-sen University in 2004. Ms. Chen worked as an Attorney in Shenzhen Nanshan District People's Procuratorate from 2004 to 2017. Before joining the Company, Ms. Chen was the legal director of Shenzhen Bowang Technology Co., Ltd.

Ms. Chen has entered into a service agreement with the Company for a term of three years. She will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Ms. Chen will be entitled to an annual salary of HK\$480,000 which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his duties and responsibilities and prevailing market conditions.

As at the date of this announcement, Ms. Chen has no interest in 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, as at the date of this announcement, Ms. Chen (i) has not held any directorships in other publicly listed companies in the last three years; and (ii) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matter in relation to the appointments of Ms. Chen that needs to be brought to the attention of the shareholders of the Company and does not have any information which is required to be disclosed under Rules 13.51(2) (h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Chen for joining the Board.

RESIGNATION OF EXECUTIVE DIRECTOR

The Board announce that Ms. Chen Xiaoling (“**Ms. Chen Xiaoling**”) has resigned as an Executive Director with effect from 24 June 2022 as she would like to devote more time to develop her personal endeavors.

Ms. Chen Xiaoling has confirmed that she has no disagreement with the Board and that there are no matters in relation to his resignation that need to be brought to attention of the shareholders of the Company and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chen Xiaoling for her valuable contributions to the Group during her tenure of office as the Executive Director.

RESIGNATION OF EXECUTIVE DIRECTOR AND AUTHORISED REPRESENTATIVE

The Board announce that Mr. Li Dongfan (“**Mr. Li**”) has resigned as an Executive Director and Authorised Representative with effect from 24 June 2022 due to his health reasons.

Mr. Li has confirmed that he has no disagreement with the Board and that there are no matters in relation to his resignation that need to be brought to attention of the shareholders of the Company and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Li for his valuable contributions to the Group during his tenure of office as the Executive Director.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF THE AUDIT COMMITTEE, CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF THE NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Lin Zhenqing will be appointed as independent non-executive director of the Company (the “**Independent Non-Executive Director**”), and a member of the Audit Committee, the chairman of the Remuneration Committee and a member of the Nomination Committee with effect from 24 June 2022.

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

Mr. Lin Zhenqing (“**Mr. Lin**”), aged 33. Mr. Lin has founded an advertising company whose business covers design, production and advertising agency. Mr. Lin is currently the business manager of Guangdong Share Media Investment Co., Ltd. (stock code: 833016), which is listed on the National Equities Exchange And Quotations.

Mr. Lin has entered into a service agreement with the Company for a term of three years. He will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Lin will be entitled to an annual salary of HK\$50,000 which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his duties and responsibilities and prevailing market conditions.

As at the date of this announcement, Mr. Lin has no interest in 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, as at the date of this announcement, Mr. Lin (i) has not held any directorships in other publicly listed companies in the last three years; and (ii) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matter in relation to the appointments of Mr. Lin that needs to be brought to the attention of the shareholders of the Company and does not have any information which is required to be disclosed under Rules 13.51(2) (h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Lin for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announce that following the redesignation of Mr. Liu and the appointment of Mr. Lin, Mr. Liu Dajin ceased to be the chairman of the Remuneration Committee but remained as a member of the Remuneration Committee, with effect from 24 June 2022.

By the Order of the Board
China Shenghai Group Limited
Liu Junting
Joint-Chairman and Executive Director

Xiamen, the PRC, 24 June 2022

As at the date of this announcement, the executive directors of the Company are Mr. Liu Rongru, Mr. Liu Junting and Ms. Chen Chun and the independent non-executive directors of the Company are Mr. Liu Dajin, Mr. He Jian and Mr. Lin Zhenqing.