

*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.*

## **C&D INTERNATIONAL INVESTMENT GROUP LIMITED**

**建發國際投資集團有限公司**

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

**(Stock Code: 1908)**

### **CHANGE OF EXECUTIVE DIRECTOR, CHAIRPERSON OF THE BOARD AND CHAIRPERSON OF THE NOMINATION COMMITTEE**

The Board hereby announces that with effect from 25 August 2022, (i) Mr. Zhuang Yuekai (庄躍凱) (“**Mr. Zhuang**”) has resigned as an executive director of the Company (“**Director**”), the chairperson of the Board (the “**Chairperson**”) and chairperson of the nomination committee of the Board (“**Nomination Committee**”) due to his personal reasons; (ii) Ms. Zhao Chengmin (趙呈閩) (“**Ms. Zhao**”) has been appointed as the Chairperson and chairperson of the Nomination Committee; and (iii) Mr. Tian Meitan (田美坦) (“**Mr. Tian**”) has been appointed as an executive Director.

Mr. Zhuang has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited.

The biographical details of Ms. Zhao and Mr. Tian, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Ms. Zhao Chengmin (趙呈閩), aged 53, was appointed as an executive Director on 10 February 2015 and is one of the authorised representatives of the Company under Rule 3.05 of the Listing Rules. She was the deputy executive officer from 20 March 2015 to 15 March 2016. Ms. Zhao graduated from Xiamen University with a master’s degree in business administration and is a senior accountant. Ms. Zhao has engaged in financial work for more than 30 years, accumulating a wealth of financial management experience.

Ms. Zhao joined Xiamen C&D Corporation Limited (“**Xiamen C&D**”) since September 1990 and worked in C&D Real Estate Corporation Limited (“**C&D Real Estate**”) for many years. She currently serves as, among others, a director of Xiamen C&D, a director and general manager and the vice secretary of the party committee of C&D Real Estate, a director of Well Land International Limited and Well Honour International Limited. Ms. Zhao worked as finance controller and vice-general manager in Xiamen Overseas Chinese Electronic Co., Ltd., a company listed on Shanghai Stock Exchange (stock code: 600870).

Ms. Zhao has entered into a service agreement with the Company for an initial term of three years commencing from 10 February 2015, which is renewable automatically for successive terms of one year commencing from the day immediately after the expiry of the then current term of her appointment, unless terminated in accordance with the terms of the service agreement. Ms. Zhao is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Pursuant to the service agreement with the Company, Ms. Zhao is entitled to a director’s annual emolument of RMB3,000,000 per annum, which was determined by the Board with reference to her experience, knowledge, qualification, duties and responsibilities within the Company and its subsidiaries (collectively, the “**Group**”) and the prevailing market conditions, and such management bonus and other benefits as may be determined by and at the sole discretion of the Board (upon recommendation of the remuneration committee of the Board) from time to time.

So far as the Directors are aware, as at the date of this announcement, Ms. Zhao held 51,484,506 shares of the Company (the “**Shares**”) (representing 3.23% of the issued share capital of the Company) in her capacity as the founder of a discretionary trust. These Shares were registered in the name of Diamond Firetail Limited (“**Diamond Firetail**”). Diamond Firetail is a wholly-owned subsidiary of Tricor Equity Trustee Limited (formerly known as Equity Trustee Limited) (“**TETL**”). TETL is a trustee of a discretionary trust and Ms. Zhao is one of the founders of the said discretionary trust. Therefore, Ms. Zhao is deemed to be interested in the Shares held by Diamond Firetail by virtue of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “**SFO**”). In addition, pursuant to the 2021 restricted share incentive scheme of the Company (the “**Incentive Scheme**”) approved at the extraordinary general meeting on 9 June 2021, 35,300,000 Shares were allotted and issued to the trustee of the Incentive Scheme, who held the Shares on behalf of the incentive recipients of the Incentive Scheme. Being an incentive recipient of the Incentive Scheme, Ms. Zhao is interested in 330,000 Shares (representing approximately 0.02% of the issued Shares) held on trust by the trustee, which are subject to vesting.

Mr. Tian Meitan (田美坦), aged 44, has been appointed as an executive Director with effect from 25 August 2022.

Mr. Tian joined C&D Real Estate in 2012 and served as deputy general manager of Shanghai Business Department, general manager of Suzhou Business Department, general manager and chairman of East-China Branch of C&D Real Estate. He is currently the chairman of East-China Branch of C&D Real Estate.

Mr. Tian graduated from Wuhan University with a bachelor's degree in Economics and China Europe International Business School with an EMBA degree, and is an intermediate economist.

Mr. Tian entered into a service agreement with the Company, pursuant to which his appointment will take effect on 25 August 2022 for a term of three years (the term will be automatically renewed for another one year from the next day upon expiry of each term), and is subject to retirement and re-election at the forthcoming annual general meeting of the Company. Mr. Tian is entitled to a director's annual emolument of RMB3,000,000, which was determined by the Board with reference to his experience, knowledge, qualification, duties and responsibilities within the Group and the prevailing market conditions, and such management bonus and other benefits as may be determined by and at the sole discretion of the Board (upon recommendation of the remuneration committee of the Board) from time to time.

So far as the Directors are aware, as at the date of this announcement, Mr. Tian is interested in 75,000 Shares (representing approximately 0.005% of the issued Shares). Mr. Tian is also interested in 504,600 Shares (representing 0.03% of the issued share capital of the Company) in his capacity as a beneficiary of a discretionary trust. These Shares were registered in the name of Diamond Firetail, a wholly-owned subsidiary of TETL. TETL is a trustee of a discretionary trust and Mr. Tian is one of the beneficiaries of the said discretionary trust. In addition, being an incentive recipient of the Incentive Scheme, Mr. Tian is interested in 280,000 Shares (representing approximately 0.02% of the issued Shares) held on trust by the trustee, which are subject to vesting.

Save as disclosed above, each of Ms. Zhao and Mr. Tian (i) did not hold any other directorship in listed public companies in the last three years; (ii) does not hold any other positions with the Group; (iii) is not connected and has no other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (iv) did not have, directly or indirectly, any interest in any Shares within the meaning of Part XV of the SFO; and (v) there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Zhuang for his contributions and welcome Mr. Tian on his appointment.

By Order of the Board  
**C&D International Investment Group Limited**  
**Zhao Chengmin**  
*Chairperson and Executive Director*

Hong Kong, 25 August 2022

*As at the date of this announcement, Ms. Zhao Chengmin (Chairperson), Mr. Lin Weiguo (Chief Executive Officer) and Mr. Tian Meitan are executive directors; Mr. Huang Wenzhou, Ms. Ye Yanliu and Mr. Wang Wenhui are non-executive directors; and Mr. Wong Chi Wai, Mr. Wong Tat Yan, Paul and Mr. Chan Chun Yee are independent non-executive directors.*