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JOVAN 佳源
Jiayuan International Group Limited
佳源國際控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2768)

CHANGE OF DIRECTORS

The board of directors (the “**Board**”) of Jiayuan International Group Limited (the “**Company**”) hereby announces the following changes with effect from 14 September 2022:

- (1) Ms. Su Ling has resigned as an Independent Non-executive Director and a member of the Remuneration Committee; and
- (2) Dr. He Shibin has been appointed as an Independent Non-executive Director and a member of the Remuneration Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that, with effect from 14 September 2022, Ms. Su Ling (“**Ms. Su**”) has resigned as an Independent Non-executive Director and a member of the Remuneration Committee of the Company in order to devote more time to her other business commitments.

Ms. Su has confirmed that she has no disagreement with the Board and there is no matter with respect to her resignation that needs to be brought to the attention of the holders of securities of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Ms. Su for her valuable contributions to the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that, with effect from 14 September 2022, Dr. He Shibin (“**Dr. He**”) has been appointed as an Independent Non-executive Director and a member of the Remuneration Committee of the Company.

The biographical details of Dr. He are set out below:

Dr. He Shibin (何仕彬博士)

Dr. He Shibin, aged 55, has 30 years of working experience in banking, investment banking, funds and government financial supervision in Hong Kong and Mainland China.

Since 2017, Dr. He has successively served as the managing director of Tianli Financial Holdings Limited, and the senior consultant and the general manager of Prosperity International Holdings (H.K.) Limited.

In 1992, Dr. He participated in the preparation of head office of Hua Xia Securities Corporation at the Industrial and Commercial Bank of China (“**ICBC**”); in 1994, he joined the group of China Construction Bank (“**CCB**”), and he served as deputy general manager of the asset management department of the head office of a China investment bank affiliated to CCB since 1997; in 2001, he was redesignated to China Banking Regulatory Commission and was appointed as a supervisor of Agricultural Development Bank of China, and then was appointed as a member of the party group of People’s Government of Zigong City, Sichuan Province for two years; since 2006, he has been a member of the party committee of ICBC Chengdu branch and a vice-president-level executive of ICBC Sichuan branch; in 2014, he was appointed as a deputy general manager of China Chengtong Group Finance Company, a central state-owned enterprise, and later served as the president of Hana Bank (China) Beijing branch.

Dr. He studied in the Finance Department of Nankai University in the PRC from 1990 to 1993, graduated with a master’s degree in economics, and studied in the Graduate School of the People’s Bank of China (The PBC School of Finance at Tsinghua University) from 1995 to 1998, graduated with a doctorate in economics. Dr. He is a senior economist, trader and securities practitioner.

Dr. He has entered into an appointment letter with the Company for a term of three years commencing from 14 September 2022, subject to (i) retirement from office and re-election at the next general meeting of the Company and (ii) retirement by rotation and re-election at least once every three years, in accordance with the articles of association of the Company and the corporate governance code as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). According to the terms of appointment, Dr. He will be entitled to receive a director’s fee in the amount of RMB250,000 per annum which was determined with reference to his experience, duties, responsibilities, qualifications, the Company’s remuneration policy and the prevailing market conditions and the reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of his duties in connection with the business of the Company.

Save as disclosed above, as at the date of this announcement, Dr. He has confirmed that he does not hold (i) any other position with the Company or other members of the Group; (ii) any directorship in any other public companies with securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

Save as disclosed above, as at the date of this announcement, Dr. He has confirmed that he does not have any relationship with any Director, senior management or substantial shareholder or controlling shareholder of the Company, or 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).

Save as disclosed above, there is no other information that is required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor there are other matters that need to be brought to the attention of the holders of the securities of the Company or the Stock Exchange relating to Dr. He's appointment.

Dr. He has confirmed his independence with reference to the factors set out in Rule 3.13 of the Listing Rules.

The Board would like to express its warmest welcome to Dr. He on his appointment.

By Order of the Board
Jiayuan International Group Limited
Shum Tin Ching
Chairman

Hong Kong, 14 September 2022

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Yi, Mr. Huang Fuqing and Ms. Cheuk Hiu Nam, the non-executive directors of the Company are Mr. Shum Tin Ching, Mr. Shen Xiaodong and Mr. Yu Anqi, and the independent non-executive directors of the Company are Dr. Cheung Wai Bun, Charles, JP, Mr. Gu Yunchang, Mr. Lin Shaoyong and Dr. He Shibin.