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**信達國際控股有限公司**  
**CINDA INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 111)**

**RESIGNATION OF NON-EXECUTIVE DIRECTOR,  
CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS,  
CHANGE IN COMPOSITION OF AUDIT COMMITTEE AND  
REMUNERATION COMMITTEE**

The Board announces the following changes in the Board all with effect from 1 December 2022:

- (1) Mr. Chow has resigned as a non-executive Director and a member of the Remuneration Committee;
- (2) Mr. Hung has resigned as an independent non-executive Director, the chairman of the Audit Committee and a member of the Remuneration Committee;
- (3) Mr. Zheng has been appointed as an independent non-executive Director, a member of the Audit Committee and the Remuneration Committee;
- (4) Mr. Xia has been re-designated as the chairman of the Audit Committee; and
- (5) Mr. Liu has been appointed as a member of the Remuneration Committee.

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

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Cinda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that due to their intention to devote more time on their other commitments and personal affairs:

- (1) Mr. Chow Kwok Wai (“**Mr. Chow**”) has resigned as a non-executive Director and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 1 December 2022; and

- (2) Mr. Hung Muk Ming (“**Mr. Hung**”) has resigned as an independent non-executive Director, the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the Remuneration Committee with effect from 1 December 2022.

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

Mr. Chow and Mr. Hung were appointed as a non-executive Director and an independent non-executive Director respectively since December 2008. During their tenure of office, Mr. Chow and Mr. Hung provided many invaluable advice to the Board based on their rich experience in capital market and their professional perspectives, both of them made substantial contribution to the steady development of the Group. The Board would like to take this opportunity to express its sincere gratitude to Mr. Chow and Mr. Hung for their valuable contribution to the Company during their tenure of office.

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHANGE IN COMPOSITION OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

The Board is pleased to announce the following that all with effect from 1 December 2022:

- (3) Mr. Zheng Minggao (“**Mr. Zheng**”) has been appointed as an independent non-executive Director, a member of the Audit Committee and Remuneration Committee;
- (4) Mr. Xia Zhidong (“**Mr. Xia**”), an independent non-executive Director, has been re-designated as the chairman of the Audit Committee; and
- (5) Mr. Liu Xiaofeng (“**Mr. Liu**”), an independent non-executive Director, has been appointed as a member of the Remuneration Committee.

For the avoidance of doubt, Mr. Xia would continue to be an independent non-executive Director, the chairman of the Remuneration Committee and a member of the nomination committee of the Company (the “**Nomination Committee**”), while Mr. Liu would continue to be an independent non-executive Director, a member of the Audit Committee and the Nomination Committee.

The biographical details of Mr. Zheng are as follows:

Mr. Zheng Minggao, aged 50, has been appointed as an independent non-executive Director, a member of the Audit Committee and Remuneration Committee on 1 December 2022. He has over 20 years of experience in corporate finance and management. Mr. Zheng had worked as operation manager, head of audit and assistant chief executive officer, etc., in LG Electronics (China) Co., Ltd.\*, Sinochem Group Co., Ltd.\* and Peking University Founder Group Co., Ltd.\* respectively. Mr. Zheng was appointed as the chairman of the board of Beijing Qichen Holdings Group Limited since 24 June 2022. He successively served as the chief financial officer, a director and the chief executive officer of China Hi-tech Group Co., Ltd. (“**China Hi-tech**”), the shares of which are listed on the Shanghai Stock Exchange (stock code: 600730), from 2012 to 2016. Mr. Zheng obtained a doctoral degree in Industrial Economics granted by Beijing Jiaotong University in 2010 and a post-doctoral certificate in Applied Economics granted by Renmin University of China in 2012. He is a Certified Internal Auditor, and possesses senior management qualification certificate in securities industry and insurance industry.

Mr. Zheng has entered into a letter of appointment with the Company with a term of three years. Pursuant to the bye-laws of the Company, Mr. Zheng is subject to retirement and re-election at the forthcoming annual general meeting of the Company. Mr. Zheng is entitled to receive a director’s fee of HK\$240,000 per annum pursuant to his letter of appointment which was determined by the Board with reference to the responsibilities undertaken by him.

Save as disclosed above, Mr. Zheng neither holds any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, nor holds any other position with the Company and other members of the Group.

As at the date of this announcement, save as disclosed above, Mr. Zheng does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) and he does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Board is informed by Mr. Zheng that China Hi-tech received an administrative penalty decision ([2017] No. 41) (《行政處罰決定書》([2017] 41號)) issued by the China Securities Regulatory Commission (the “CSRC”) on 9 May 2017 (the “CSRC Decision”). Pursuant to the CSRC Decision, the CSRC had reached the decision that China Hi-tech was in breach of the Securities Law of the People’s Republic of China (the “Relevant Law”) on the ground that it failed to disclose information in relation to connected transactions conducted with the entities controlled by its shareholder in year 2012 in compliance with the Relevant Law. The CSRC also made a decision to issue warnings and impose fines on the then directors and senior management of China Hi-tech (which included a warning and a fine of RMB50,000 issued to and imposed on Mr. Zheng, being the then chief executive officer and chief financial officer of China Hi-tech). The relevant fine had been settled by Mr. Zheng on 17 May 2017.

Save as disclosed above, there is no other information relating to Mr. Zheng that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to his appointment that needs to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to welcome Mr. Zheng for joining the Company.

\* *English names of the entities are transliteration of their Chinese names for reference only and shall not be regarded as their formal names.*

By Order of the Board  
**Cinda International Holdings Limited**  
**Lau Mun Chung**  
*Executive Director*

Hong Kong, 1 December 2022

As at the date hereof, the Board comprises:

<i>Executive Directors:</i>	Ms. Zhu Ruimin	<i>(Chairman)</i>
	Mr. Zhang Yi	<i>(Chief Executive Officer)</i>
	Mr. Lau Mun Chung	<i>(Deputy Chief Executive Officer)</i>

<i>Independent Non-executive Directors:</i>	Mr. Xia Zhidong
	Mr. Liu Xiaofeng
	Mr. Zheng Minggao

*Website: <http://www.cinda.com.hk>*