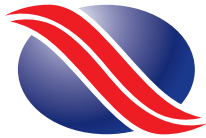


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信達國際控股有限公司
CINDA INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 111)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement (the “**Announcement**”) of Cinda International Holdings Limited (the “**Company**”) dated 1 December 2022 in relation to, among other matters, the appointment of Mr. Zheng Minggao (“**Mr. Zheng**”) as an independent non-executive director of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company would like to provide supplemental information in respect of Mr. Zheng pursuant to Rules 13.51(2)(h) and (n)(iii), (iv) of the Listing Rules:

On 28 December 2017, the Shanghai Stock Exchange (the “**SSE**”) issued a disciplinary decision ([2017] No. 85) (《紀律處分決定書》([2017] 85號)) (the “**SSE Decision**”) to China Hi-tech. The SSE Decision was made based on, among other matters, the incident that China Hi-tech failed to disclose information in relation to connected transactions conducted with the entities controlled by its shareholder (collectively, the “**Counterparties**”) in the year 2012 in compliance with the Relevant Law (the “**Incident**”) (which is the same incident in question under the CSRC Decision and the only matter that relates to Mr. Zheng under the SSE Decision). Accordingly, pursuant to the SSE Decision, “notice of criticism” (通報批評) (“**Notice of Criticism**”) was expressed by the SSE against the then directors and senior management of China Hi-tech (which included Mr. Zheng as the then chief executive officer and chief financial officer of China Hi-tech). Also, pursuant to the SSE Decision, the SSE would notify the CSRC and the People’s Government of Beijing Municipality the said disciplinary action and would file the same with the integrity database of listed companies (上市公司誠信檔案).

After having preliminarily consulted external PRC legal advisers, the Company noted that, pursuant to the applicable laws, rules, regulations, measures and guidelines, the validity of a disciplinary measure (including the Notice of Criticism) filed with the integrity database would only last for a period of three years from the date on which relevant decision was made, after which such record would no longer be available at such integrity database. After having conducted relevant searches against the record in relation to the SSE Decision by the said external PRC legal advisers in the CSRC's Securities and Futures Market Untrustworthy Record Inquiry Platform* (證券期貨市場失信記錄查詢平台), no record in relation to the SSE Decision has been found as at the date of this announcement. In addition, as confirmed by Mr. Zheng, as at the date of this announcement, no further action has been taken by the SSE on his part under the SSE Decision following the issuance of Notice of Criticism by the SSE.

Mr. Zheng has confirmed that save as disclosed above, there is no other information relating to himself 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 himself that needs to be brought to the attention of the Stock Exchange and the Shareholders.

After having reviewed and/or assessed the CSRC Decision and the SSE Decision, taking into account, in particular, that:

- (a) pursuant to the CSRC Decision, the connected transactions between a wholly-owned subsidiary of China Hi-tech and the Counterparties that triggered disclosure obligations under the Relevant Law were substantially conducted in September 2012, where Mr. Zheng was newly nominated as the chief executive officer and the chief financial officer of China Hi-tech on 27 September 2012, and was consequently appointed as the chief executive officer and the chief financial officer of China Hi-tech with effect from 1 October 2012. He was subsequently appointed as a director of China Hi-tech in late March 2015;
- (b) as confirmed by Mr. Zheng, (i) he then had no knowledge of the relationship between the Counterparties and the shareholder of China Hi-tech and was therefore then not aware of the Incident constituting connected transactions of China Hi-tech under the Relevant Law; and (ii) in discharge of his duties as the chief executive officer and the chief financial officer of China Hi-tech, he had arranged letters of confirmation issued to the said shareholder of China Hi-tech to ascertain information on their related parties and to confirm relevant connected information disclosure in the annual report of China Hi-tech for the year 2012 but the responses did not indicate or reveal any connected relationship between the Counterparties and the said shareholder of China Hi-tech;

- (c) the Incident took place more than about 10 years ago, and both the CSRC Decision and the SSE Decision were made almost 5 years ago, from the date on which Mr. Zheng was appointed as an independent non-executive Director;
- (d) the Incident was a one-off isolated event, which would not cast doubt on, nor be indicative of any concern over, the character and integrity of Mr. Zheng and therefore would not affect his suitability to act as a Director;
- (e) there was no evidence that the Incident leading to the CSRC Decision and the SSE Decision involve dishonesty, fraud or wilful deceit on the part of Mr. Zheng nor did the CSRC and the SSE raise any concern on the character and integrity of Mr. Zheng in the CSRC Decision and the SSE Decision;
- (f) Mr. Zheng has over 20 years of experience in corporate finance and management, it is believed that his senior management experiences in various companies may help contribute to the diversity of the Board, and his ample educational background in economic as well as his qualification as a Certified Internal Auditor would be beneficial and add value to the Group's financial management, risk management and internal control;
- (g) Mr. Zheng has attended a director's training session given by the external legal advisers on 1 December 2022, which covered topics on, inter alia, duties, responsibilities and obligations as a director of listed issuer under Rules 3.08 and 3.09 of the Listing Rules and the relevant requirements for carrying out connected transaction(s) by the listed issuer's group under Chapter 14A of the Listing Rules; and
- (h) Mr. Zheng has committed to the Company to devote sufficient time, skill, care and attention to the affairs of the Group,

the Board considers that Mr. Zheng is able to discharge his duties as an independent non-executive Director under Rules 3.08 and 3.09 of the Listing Rules and is suitable to act as an independent non-executive Director.

The above supplemental information does not affect other information contained in the Announcement and save as disclosed above, all other information disclosed in the Announcement remains unchanged.

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

Hong Kong, 12 January 2023

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>

** For identification purposes only*