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## **DASHAN EDUCATION HOLDINGS LIMITED**

### **大山教育控股有限公司**

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

**(Stock Code: 9986)**

## **CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEE MEMBERS**

The Board is pleased to announce that with effect from 13 February 2023:

- (a) Ms. Wang Yanxiao is appointed as an independent non-executive Director and a member of the audit committee, nomination committee, remuneration committee and investment management committee of the Company;
- (b) Mr. Lui Siu Keung resigned as independent non-executive Director and the chairman of the audit committee and a member of the investment management committee of the Company;
- (c) Mr. Li Gang resigned as independent non-executive Director and a member of the audit committee, nomination committee, remuneration committee and investment management committee of the Company; and
- (d) Dr. Xie Xiangbing is appointed as the chairman of the audit committee of the Company.

## **CHANGE OF DIRECTORS**

### **Appointment of Directors**

The board (the “**Board**”) of directors (each a “**Director**”) of Dashan Education Holdings Limited (the “**Company**”) announces that Ms. Wang Yanxiao (王彦曉) (“**Ms. Wang**”) is appointed as an independent non-executive Director of the Company with effect from 13 February 2023.

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

Ms. Wang, aged 44, has had over 13 years of experience in the legal industry. She has been a partner at Henan Huiding Law Firm (河南暉鼎律師事務所) since December 2021. During the period from December 2009 to July 2016, she was a lecturer in legal studies of Luoyang Institute of Science and Technology (洛陽理工學院). During the period from January 2010 to December 2015, Ms. Wang was a part-time lawyer at Henan Daxing Law Firm (河南達興律師事務所) and she was a lawyer at Beijing Yingke Law Firm, Zhengzhou branch (北京市盈科(鄭州)律師事務所) from January 2016 to November 2021.

Ms. Wang obtained a bachelor degree majoring in fine chemical engineering from Jiangsu Institute of Petrochemical Technology (江蘇石油化工學院) in July 2000. In June 2006, Ms. Wang obtained a master of laws degree majoring in economic law from the Southwestern University of Finance and Economics (西南財經大學).

Ms. Wang entered into a letter of appointment for an initial term of three years from 13 February 2023. She is entitled to receive an annual director's fee of HK\$120,000, which has been determined by the Board with reference to her experience, duties and responsibilities undertaken with the Company and prevailing market conditions. Ms. Wang is subject to re-election or retirement by rotation at the general meetings of the Company pursuant to the articles of association of the Company.

As at the date of this announcement, (a) Ms. Wang does not hold any position with the Company and its subsidiaries; (b) Ms. Wang did not hold any directorship in any listed public companies in Hong Kong or overseas in the last three years; (c) Ms. Wang does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (d) Ms. Wang does not have any interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (e) there is no other matter concerning Ms. Wang that needs to be brought to the attention of the shareholders of the Company (the "**Shareholders**") nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

### **Resignation of Directors**

The Board announces that with effect from 13 February 2023:

- (a) Mr. Lui Siu Keung ("**Mr. Lui**") resigned as independent non-executive Director so as to devote more time to his other business commitments; and
- (b) Mr. Li Gang ("**Mr. Li**") resigned as independent non-executive Director so as to devote more time to his other business commitments.

Each of Mr. Lui and Mr. Li confirms that he has no disagreement with the Board and there are no matters relating to his resignation that needs to be brought to the attention of The Stock Exchange of the Hong Kong Limited and/or the Shareholders.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEE MEMBERS**

The Board further announces that with effect from 13 February 2023:

- (a) Ms. Wang is appointed as a member of the audit committee, nomination committee, remuneration committee and investment management committee of the Company;
- (b) Mr. Lui resigned as the chairman of the audit committee and a member of the investment management committee of the Company;
- (c) Mr. Li resigned as a member of the audit committee, nomination committee, remuneration committee and investment management committee of the Company; and
- (d) Dr. Xie Xiangbing (“**Dr. Xie**”), an independent non-executive Director with the appropriate accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules, is appointed as the chairman of the audit committee.

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Lui and Mr. Li for their valuable contribution and support towards the Company during their terms of service and welcome Ms. Wang for joining the Board and Dr. Xie for his new appointment.

By order of the Board  
**Dashan Education Holdings Limited**  
**Zhang Hongjun**  
*Chairman, Chief Executive Officer  
and Executive Director*

Zhengzhou, 13 February 2023

*As at the date of this announcement, the executive Directors are Mr. Zhang Hongjun and Mr. Shan Jingchao; the non-executive Director is Mr. Jia Shuilin; and the independent non-executive Directors are Mr. Zhang Jian, Dr. Xie Xiangbing and Ms. Wang Yanxiao.*