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CR Construction Group Holdings Limited

華營建築集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1582)

**(1) RESIGNATION OF EXECUTIVE DIRECTORS;
(2) APPOINTMENT OF NON-EXECUTIVE DIRECTORS;
(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(4) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces the following changes in the composition of the Board and its certain Board committees that, with effect from March 28, 2023: (1) Ms. CHU Ping and Mr. LAW Ming Kin have resigned as executive Directors of the Company; (2) Ms. DING Shaojian and Mr. FAN Jingbo have been appointed as non-executive Directors of the Company; (3) Mr. LAI Yuk Fai Stephen JP has been appointed as an independent non-executive Director, a member of the Audit Committee, the Remuneration Committee and the Nomination Committee; and (4) Mr. Guan Manyu has resigned as a member of the Nomination Committee, and Mr. Li Kar Yin has resigned as a member of the Nomination Committee and the Remuneration Committee.

(1) RESIGNATION OF EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of CR Construction Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that each of Ms. CHU Ping (“**Ms. Chu**”) and Mr. LAW Ming Kin (“**Mr. Law**”) has resigned, with effect from March 28, 2023, as an executive Director of the Company due to internal work arrangement of the Company. Each of Ms. Chu and Mr. Law will remain as an employee of the Company after his/her resignation as an executive Director of the Company.

Each of Ms. Chu and Mr. Law has confirmed that he/she has no disagreement with the Board and that there is no matter in respect of his/her resignation which needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) 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. Chu and Mr. Law for their valuable contribution to the Company during their term of office.

(2) APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that Ms. DING Shaojian (“**Ms. Ding**”) and Mr. FAN Jingbo (“**Mr. Fan**”) have been appointed as non-executive Directors of the Company with effect from March 28, 2023.

The biographical details of Ms. Ding is as follows:

Ms. Ding, aged 46, has been appointed as a non-executive Director of the Company.

Ms. Ding is currently a director of China Zhejiang Construction Group (H.K.) Limited (a controlling shareholder of the Company) and Zhejiang Construction Group (H.K) Holdings Limited (a controlling shareholder of the Company). She currently works as a senior investment manager of Investment and Operation Department of the Overseas Department of Zhejiang Construction Investment Group Company Ltd. Ms. Ding graduated from Chongqing University in 2011 with a Bachelor degree in Construction Management with the emphasis in Engineering Cost Management. Ms. Ding obtained the qualification of Registered Senior Engineer (specialised in Construction Estimation) from Zhejiang Province Human Resources and Social Security Department in 2017.

There is no service contract entered into between the Company and Ms. Ding. She has entered into a letter of appointment with the Company, which is for an initial fixed term of three years commencing from March 28 2023, subject to retirement by rotation and re-election in accordance with the Company’s articles of association and the Rules Governing the listing of securities on the Stock Exchange (the “**Listing Rules**”). During Ms. Ding’s tenure, her appointment may be terminated by either party giving the other not less than three months’ notice. According to her term of appointment, no director’s fee will be paid to Ms. Ding in respect of her appointment as a non-executive Director of the Company but she is entitled to the reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of her duties to the Company.

The biographical details of Mr. Fan is as follows:

Mr. Fan, aged 42, has been appointed as a non-executive Director of the Company.

Mr. Fan is currently the director of China Zhejiang Construction Group (H.K.) Limited (a controlling shareholder of the Company) and Zhejiang Construction Group (H.K) Holdings Limited (a controlling shareholder of the Company) respectively. He currently serves as a senior finance manager of finance management department of the Overseas Department of Zhejiang Construction Investment Group Company Limited. Mr. Fan obtained the Bachelor degree in Accountancy from Zhejiang Gongshang University in 2003 and Bachelor degree in Civil Engineering from China University of Geosciences

in 2013. Mr. Fan was admitted as a senior accountant by Human Resources and Social Security Department of Zhejiang Province in 2015. Mr. Fan has obtained First Class Construction Engineer Registration Certificate issued by Ministry of Housing and Urban-Rural Development, the People's Republic of China in 2021 and was admitted as a senior engineer by Human Resources and Social Security Department of Zhejiang Province in 2021.

There is no service contract entered into between the Company and Mr. Fan. He has entered into a letter of appointment with the Company, which is for an initial fixed term of three years commencing from March 28 2023, subject to retirement by rotation and re-election in accordance with the Company's articles of association and the Listing Rules. During Mr. Fan's tenure, his appointment may be terminated by either party giving the other not less than three months' notice. According to his term of appointment, no director's fee will be paid to Mr. Fan in respect of his appointment as a non-executive Director of the Company but he is entitled to the reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of his duties to the Company.

Save as disclosed above, each of Ms. Ding and Mr. Fan (i) does not have any relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) does not hold any other position within the Company or its subsidiaries; and (iii) did not hold in the last three years any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas. Each of Ms. Ding and Mr. Fan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO").

In respect of each of Ms. Ding and Mr. Fan, there are no other matters that need to be brought to the attention of the Shareholders nor any 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 extend its warmest welcome to Ms. Ding and Mr. Fan on their appointment as non-executive Directors of the Company.

(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. LAI Yuk Fai Stephen JP ("**Mr. Lai**") has been appointed as an independent non-executive Director of the Company with effect from March 28, 2023.

Mr. Lai, aged 63, has retired from the position of managing director in April 2020 and has been appointed as a consultant of Rider Levett Bucknall Limited from April 2020 to March 31, 2023.

Mr. Lai obtained a Bachelor degree in Building Economics and Measurement from University of Aston, Birmingham, UK in 1984, a Master degree in E-Commerce for Executives from the Hong Kong Polytechnic University in 2002, and an Honorary Doctor of Science degree from University of Aston, Birmingham, UK in 2018.

He has been elected as professional associate of the Royal Institution of Chartered Surveyors in 1987, a fellow member of the Hong Kong Institute of Surveyors in 2001, and China Registered Cost Engineer. Mr. Lai is also a member of the Registered Professional Surveyor (Quantity Surveying Division), Hong Kong. He was a chairman of Quantity Surveying Division of the Hong Kong Institute of Surveyors from 2008 to 2009 and the president of The Hong Kong Institute of Surveyors from 2012-2013. He is currently a director of Hong Kong Green Building Council. He was elected as a member of the National Committee of the 13th Xuhui District, Shanghai of the Chinese People's Political Consultative Conference in January 2023.

Mr. Lai has confirmed that he has fulfilled the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. Lai's appointment is for a term of two years, subject to the directors' retirement and re-election requirements under the articles of association of the Company and the Listing Rules. He is entitled to receive an annual director's fee of HK\$300,000. The remuneration of Mr. Lai was determined with reference to the prevailing market conditions, his role and responsibilities, and his qualification and experience. Such remuneration has been approved the remuneration committee of the Board (the "**Remuneration Committee**") and the Board and will be reviewed by the Remuneration Committee and the Board on an annual basis. The appointment of Mr. Lai is subject to the retirement by rotation and re-election pursuant to the Listing Rules and articles of association of the Company.

As at the date of this announcement, Mr. Lai does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Lai did not hold any other directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. He does not have any relationship with any director, substantial shareholder, controlling shareholders (as defined in the Listing Rules) or senior management of the Company. He also does not hold any other position within the Company or its subsidiaries.

Save as disclosed above, there is no information about Mr. Lai that is required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules and there are no other matters in connection with his appointment that need to be brought to the attention of the Shareholders.

The Board would like to express its warmest welcome to Mr. Lai to join the Company.

(4) CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that with effect from March 28, 2023, Mr. GUAN Manyu has resigned as a member of the nomination committee of the Company (“**Nomination Committee**”); Mr. Li Kar Yin has resigned as a member of the Nomination Committee and the Remuneration Committee; and Mr. Lai has been appointed as a member of the audit committee of the Company, a member of the Nomination Committee and a member of the Remuneration Committee.

By order of the Board
CR Construction Group Holdings Limited
Guan Manyu
Chairman

Hong Kong, March 28, 2023

As at the date of this announcement, the Company has three executive directors, namely Mr. Guan Manyu, Mr. Li Kar Yin and Mr. Chan Tak Yiu; three non-executive directors, namely Mr. Yang Haojiang, Ms. Ding Shaojian and Mr. Fan Jingbo; and four independent non-executive directors, namely The Honourable Tse Wai Chun Paul JP, Mr. Ho Man Yiu Ivan, Lau Pak Shing and Mr. Lai Yuk Fai Stephen JP.