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Dexin Services Group Limited

德信服务集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2215)

CHANGE OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces the following changes in the composition of the Board and the members of the Board committees of the Company with effect from 14 April 2023:

- (i) Ms. Zhu Xiaoli has resigned as an executive Director;
- (ii) Ms. Zheng Peng has been appointed as an executive Director;
- (iii) Mr. Jia Shenghua has resigned as an independent non-executive Director; and
- (iv) Dr. Wong Wing Kuen Albert has been appointed as an independent non-executive director of the Company, the chairman the remuneration committee, a member of the audit committee and a member of the nomination committee.

RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Dexin Services Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) announces that Ms. Zhu Xiaoli (“**Ms. Zhu**”) has tendered her resignation as an executive Director with effect from 14 April 2023 due to her other personal work arrangement.

The Board also announces that Mr. Jia Shenghua (“**Mr. Jia**”) has tendered his resignation as independent non-executive Director and ceased to be the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), a member of the audit committee and of the Company (the “**Audit Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”) with effect from 14 April 2023 due to his other personal work arrangement.

Ms. Zhu and Mr. Jia confirm that they have no disagreement with the Board and that there are no matter in respect of their resignations that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its appreciation to Ms. Zhu and Mr. Jia for their contributions to the Company during their tenure of offices.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Zheng Peng (“**Ms. Zheng**”) has been appointed as an executive Director with effect from 14 April 2023.

The biographical details of Ms. Zheng are set out below:

Ms. Zheng, aged 42, was appointed as an executive Director with effect from 14 April 2023. Ms. Zheng has over 17 years of experience in accounting and financial management industry. Ms. Zheng obtained a bachelor’s degree in Dongbei University of Finance and Economics (東北財經大學) in 2004.

She joined our Group in July 2017 as the finance manager of the finance department in Hangzhou region. Ms. Zheng also served as the deputy director at our financial management centre (the “**Centre**”) in January 2020, was promoted to be the deputy general manager of the Centre in March 2022, and was further promoted to be the general manager of the Centre in July 2022.

Prior to joining the Company, Ms. Zheng served as an accountant in the Huangshan State Taxation Bureau (黃山國家稅務局) from April 2005 to August 2013. She also served as financial director of Hangzhou Chengnan Real Estate Property Company (杭州城南房地產物業公司) from September 2013 to June 2017.

As at the date of this announcement, Ms. Zheng has entered into a service contract with the Company and will hold office only until the first general meeting of the Company after her appointment and shall then be eligible for re-election at that meeting, and thereafter subject to retirement by rotation at least once every three years at each annual general meeting, in accordance with the articles of association of the Company. Pursuant to the service contract, Ms. Zheng receives no fee for her acting as an executive Director. Ms. Zheng is entitled to a remuneration of RMB500,000 per annum under her employment contract with the Company and a discretionary bonus, which was

determined based on a range of factors including her experience, duties and responsibilities in the Group, the remuneration structure of the Group and the prevailing market conditions. She is also entitled to an annual discretionary performance bonus as may be determined by the Board with reference to the recommendation from the Remuneration Committee based on the financial performance of the Company and her performance. Her remuneration is subject to review by the Remuneration Committee and the Board from time to time.

As at the date of this announcement, Ms. Zheng does not have, and/or is not deemed to have any other interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Save as disclosed above, Ms. Zheng has not held directorship in other listed public companies in the last three years. Ms. Zheng does not hold any other positions with the Group or have any relationship with any Directors, senior management or substantial shareholders or controlling shareholders of the Company (as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)).

Save as disclosed above, Ms. Zheng has confirmed that there is no further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules in relation to her appointment as an executive Director, and the Company is not aware of any other matters relating to her appointment that needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Dr. Wong Wing Kuen Albert (“**Dr. Wong**”) has been appointed as an independent non-executive Director, the chairman the Remuneration Committee, a member of the Audit Committee and a member of the Nomination Committee with effect from 14 April 2023.

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

Dr. Wong, aged 71, was appointed as an independent non-executive Director with effect from 14 April 2023. Dr. Wong has 29 years of experience in accounting. Dr. Wong is the principal consultant of KND Associates CPA Limited since January 2018. He is an independent non-executive director of APAC Resources Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1104) since July 2004, Solargiga Energy Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 757) since January 2008, China Merchants Land Limited (a company listed on the Main Board of the Stock Exchange, stock code: 978) since June 2012, China Wan Tong Yuan (Holdings) Limited (a company listed on the Main Board of the Stock Exchange, stock code: 6966) since September 2017, China Medical & HealthCare Group

Limited (a company listed on the Main Board of the Stock Exchange, stock code: 383) since December 2018, and Dexin China Holdings Company Limited (a company listed on the Main Board of the Stock Exchange, stock code: 2019) since January 2019.

Notwithstanding Dr. Wong's engagement as an independent non-executive director of six companies listed on the Stock Exchange, Dr. Wong confirmed that he would devote sufficient time to act as our independent non-executive Director based on the following:

- Dr. Wong is neither a full time member of the above-named companies nor involved in the day-to-day operations or management of such companies. As such, he has no executive and management responsibility therein;
- Dr. Wong is primarily required to attend relevant board meetings, committee meetings and shareholders' meetings of the above-named listed companies. He has maintained a high attendance rate for board meetings, committee meetings and shareholders' meetings for such listed companies during the respective latest financial period since his respective appointment dates;
- Dr. Wong's role as principal consultant of KND Associates CPA Limited is on a part-time basis and he is not involved in the daily management of KND Associates CPA Limited;
- with his background and experience, Dr. Wong is fully aware of the responsibilities and expected time involvements for independent non-executive directors of listed companies. He has not found difficulties in devoting to, and managing his time with, numerous companies and he is confident that with his experience in being responsible for several roles concurrently, he will be able to discharge his duties to our Company;
- none of the above-named listed companies that he has directorship with has questioned or complained about his time devoted to such companies; and
- Dr. Wong's role in our Group is non-executive in nature and he will not be involved in the daily management of our Group's business, thus his engagement as our independent non-executive Director will not require his full-time participation.

Based on the foregoing, our Directors do not have reasons to believe that the various positions currently held by Dr. Wong will result in Dr. Wong not having sufficient time to act as our independent non-executive Director or not properly discharging his fiduciary duties as a director of our Company.

Dr. Wong obtained his bachelor's degree in commerce from a joint program held by Shenzhen University (深圳大學) in Shenzhen, the PRC and Clayton University in Missouri, the United States of America in May 1990. He also obtained a bachelor's degree in business management (online course) and a master's degree in business administration (online course) from Nottingham Trent University in Nottingham, the

United Kingdom in December 2005 and December 2007, respectively. He also obtained his doctoral degree in philosophy in business administration from the Bulacan State University, Republic of the Philippines in December 2010.

Dr. Wong was elected or admitted and has remained as member of a number of institutions, including being a fellow member of The Taxation Institute of Hong Kong since January 1999, a fellow member of The Institute of Certified Public Accountants in Ireland since August 2000, a fellow member of The Hong Kong Institute of Chartered Secretaries since February 2002, a member of The Chartered Institute of Arbitrators since May 2002, a fellow member of The Institute of Chartered Secretaries and Administrators since September 2002, a fellow member of Association of International Accountants since September 2005 and a member of the Hong Kong Securities and Investment Institute since November 2012.

Dr. Wong has entered into a letter of appointment (the “**Dr. Wong’s Letter of Appointment**”) with the Company on 14 April 2023 with a term of three years, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Under Dr. Wong’s Letter of Appointment, Dr. Wong is entitled to a director’s remuneration of HKD200,000 per annum, which was determined based on a range of factors including his experience, duties and responsibilities in the Group, the remuneration structure of the Group and the prevailing market conditions. His remuneration is subject to review by the remuneration committee of the Company and the Board from time to time.

As at the date of this announcement, Dr. Wong does not have, and/or is not deemed to have any other interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Save as disclosed above, Dr. Wong has not held directorship in other listed public companies in the last three years. Dr. Wong does not hold any other positions with the Group or have any relationship with any Directors, senior management or substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, Dr. Wong has confirmed that there is no further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules in relation to her appointment as an independent non-executive Director, and the Company is not aware of any other matters relating to her appointment that needs to be brought to the attention of the shareholders of the Company.

APPRECIATION

The Board would like to take this opportunity to extend a warm welcome to Ms. Zheng and Dr. Wong for joining the Board.

COMPOSITION OF BOARD COMMITTEES

Following the change of Directors as mentioned above, the Remuneration Committee comprises Dr. Wong as the chairman, Mr. Tang Junjie and Mr. Rui Meng; the Audit Committee comprises Mr. Rui Meng as the chairman, Dr. Wong and Mr. Yang Xi; the Nomination Committee comprises Mr. Hu Yiping as the chairman, Dr. Wong and Mr. Rui Meng.

By order of the Board of
Dexin Services Group Limited
Hu Yiping
Chairman

Hangzhou, the PRC, 14 April 2023

As of the date of this announcement, the Board comprises Mr. Hu Yiping, Mr. Tang Junjie and Ms. Zheng Peng as executive Directors; and Dr. Wong Wing Kuen Albert, Mr. Rui Meng and Mr. Yang Xi as independent non-executive Directors.