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OCI International Holdings Limited

東建國際控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 329)

REDESIGNATION OF DIRECTORS AND CHANGE OF THE CHIEF EXECUTIVE OFFICER

The Board announces that with effect from 18 May 2023:

- (1) Mr. Jiao Shuge, alias Jiao Zhen, has been redesignated to an executive director of the Company and appointed as the CEO of the Company;
- (2) Mr. Wu Guangze has been redesignated to a non-executive director of the Company and also resigned as the CEO of the Company;
- (3) Mr. Feng Hai has been redesignated to a non-executive director of the Company;
and
- (4) Mr. Wei Bin has been redesignated to a non-executive director of the Company.

The board of directors (the “**Board**”) of OCI International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes to the Board with effect from 18 May 2023:

Mr. Jiao Shuge

Mr. Jiao Shuge (焦樹閣) (“**Mr. Jiao**”), alias Jiao Zhen (焦震), has been redesignated from a non-executive director of the Company to an executive director of the Company and appointed as the chief executive officer of the Company (“**CEO**”).

Mr. Jiao, aged 57, was appointed as a non-executive director and the chairman of the Company in March 2021. Mr. Jiao received a Master degree in Engineering from the No. 2 Research Institute of Ministry of Aeronautics and Astronautics (航空航天工業部第二研究院) and a Bachelor degree in Mathematics from Shandong University (山東大學).

Mr. Jiao is currently a director of CDH China Management Company Limited. Mr. Jiao has a broad range of experience serving as director of various listed companies. Mr. Jiao is a non-executive director from February 2004 to April 2012 and as an independent non-executive director from April 2012 to December 2021 of China Mengniu Dairy Company Limited (stock code: 2319. HK), a non-executive director from April 2006 and as the deputy chairman from November 2016 to August 2018 of WH Group Limited (stock code: 0288.HK), the chairman and a non-executive director of Mabpharm Limited (stock code: 2181.HK) since July 2018, and an independent non-executive of China Southern Airlines Company Limited (stock code: 1055.HK) from June 2015 to April 2021, all of which are listed on the Main Board of the Stock Exchange. Mr. Jiao also serves as a director of Henan Shuanghui Investment & Development Co., Ltd. (河南雙匯投資發展股份有限公司) (stock code: 000895.SZ) from August 2012 to August 2021, a director of Hainan Poly Pharm Co. Ltd. (海南普利製藥股份有限公司) (stock code: 300630.SZ) since June 2015 and was a director of Joyoung Company Limited (九陽股份有限公司) (stock code: 002242.SZ) from September 2007 to April 2020, all of which are listed on the Shenzhen Stock Exchange. Mr. Jiao is also the chairman and an executive director of Ningbo Akin Electronic Technology Co., Ltd (寧波亞錦電子科技股份有限公司) since March 2016, a company listed on the National Equities Exchange and Quotations. He served as the vice general manager of the direct investment department of China International Capital Corporation Ltd. (中國國際金融有限公司) from December 1995 to August 2002.

Mr. Jiao has entered into a service contract with the Company for a period of three years from 18 May 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Jiao does not receive any remuneration, including director fee, salary, bonus and allowance for his appointment as an executive director.

As at the date of this announcement, Mr. Jiao does not have any other interests or 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 “SFO”).

Save as disclosed, Mr. Jiao has not held any directorships in any other listed public companies during the past three years. Mr. Jiao does not have any relationship with any other director, senior management or substantial shareholder of the Company.

Mr. Jiao also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules and there are no other matters relating to his redesignation as an executive director of the Company and appointment as CEO that need to be brought to the attention of the shareholders of the Company.

Mr. Wu Guangze

Mr. Wu Guangze (吳廣澤) (“**Mr. Wu**”) has been redesignated from an executive director of the Company to a non-executive director of the Company. Mr. Wu has also resigned as the CEO of the Company. Mr. Wu’s redesignation as non-executive director and resignation of the CEO is to devote more time on his other business arrangement, whilst still being able to contribute his valuable skills and experience to the Company through his new position as a non-executive director of the Company.

Mr. Wu, aged 45, was appointed as an executive director of the Company in March 2021, and he was appointed as the CEO in December 2020. He is also a director of various subsidiaries of the Company. Mr. Wu obtained a Master of Science degree from the University of Reading in 2001 and a Bachelor of Arts degree from the University of Hertfordshire in 2000. Mr. Wu is the managing partner of China Consumer Capital Partners Limited (“**CCC**”) since 2010. He has over 14 years of experience in international investment banking and private equity investment. He is familiar with regulations in China and international capital market and well-versed in the consumer and retail sectors in China with strong fund operating experience. As the managing partner of CCC, Mr. Wu is experienced in formulation of funds, merger and acquisition, and follow by the execution of his strategic plans, the corporate value are enhanced. Projects led by Mr. Wu include Wumart Stores, Dmall, B&Q China, NP Entertainment, YL Entertainment & Sports, Linekong Interactive, Womai COFOC, C.banner, Benlai, Mixblu, Etonkids, etc. Prior to joining CCC, he was a vice president of Deutsche Bank Hong Kong’s Investment Banking Department from 2006 to 2009 when he was a key member of the consumer industry group and led IPOs of several well-known consumer goods companies.

Mr. Wu was a non-executive director of C.banner International Holdings Limited (stock code: 1028), a company listed on the Main Board of the Hong Kong Stock Exchange.

Mr. Wu has entered into a service contract with the Company for a period of three years from 18 May 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Wu is entitled to a remuneration of HK\$240,000 per annum for his appointment as a non-executive Director.

As at the date of this announcement, Mr. Wu directly holds 31,000,000 shares of the Company and Mr. Wu was granted 33,000,000 share options under the share option scheme adopted by the Company on 17 December 2012, subject to the fulfilment of certain performance targets.

Save as disclosed, Mr. Wu has not held any directorships in any other listed public companies during the past three years. Mr. Wu does not have any relationship with any other director, senior management or substantial shareholder of the Company.

Mr. Wu also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules and there are no other matters relating to his redesignation as a non-executive director of the Company and resignation of the CEO that need to be brought to the attention of the shareholders of the Company.

Mr. Feng Hai

Mr. Feng Hai (馮海) (“**Mr. Feng**”) has been redesignated from an executive director of the Company to a non-executive director of the Company. Mr. Feng’s redesignation as non-executive director is to devote more time on his other business arrangement, whilst still being able to contribute his valuable skills and experience to the Company through his new position as a non-executive director of the Company.

Mr. Feng, aged 44, was appointed as an executive Director in October 2020. Mr. Feng holds a Master degree in Management Science from Fudan University and was awarded both Bachelor degree of Law and Bachelor of management degree from Nankai University in China. Mr. Feng has over 15 years of experience in private equity and investment banking in China.

Mr. Feng currently serves as deputy general manager of Shanghai Orient Securities Capital Investment Co., Ltd. (“**Orient Securities Capital**”). Mr. Feng started his career in Shanghai office of Sinochem Corporation, and has subsequently served at Orient Securities Capital, Morgan Stanley Huaxin Securities Co., Ltd. and Citi Orient Securities Co., Ltd. as an investment banker. Mr. Feng is a sponsor representative registered under China Securities Regulatory Commission (“**CSRC**”) and Securities Association of China (“**SAC**”). Mr. Feng was appointed as an executive Director and the chairman of the Company from 11 November 2016 to 24 April 2019.

Mr. Feng has entered into a service contract with the Company for a period of three years from 18 May 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Feng does not receive any remuneration, including director fee, salary, bonus and allowance for his appointment as a non-executive Director.

As at the date of this announcement, Mr. Feng does not have any other interests or 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 SFO.

Save as disclosed, Mr. Feng has not held any directorships in any other listed public companies during the past three years. Mr. Feng does not have any relationship with any other director, senior management or substantial shareholder of the Company.

Mr. Feng also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules and there are no other matters relating to his redesignation as a non-executive director of the Company that need to be brought to the attention of the shareholders of the Company.

Mr. Wei Bin

Mr. Wei Bin (魏斌) (“**Mr. Wei**”) has been redesignated from an executive director of the Company to a non-executive director of the Company. Mr. Wei’s redesignation as a non-executive director of the Company is to devote more time on his other business arrangement, whilst still being able to contribute his valuable skills and experience to the Company through his new position as a non-executive director of the Company.

Mr. Wei, aged 53, was appointed as an executive Director in October 2020. Mr. Wei has become a non-practicing member of the Chinese Institute of Certified Public Accountants since 1993, a Senior Auditor granted by the National Audit Office of the People’s Republic of China since 2003 and a Senior Accountant granted by the Beijing Municipal Bureau of Personnel since 2003.

Mr. Wei obtained his bachelor’s degree in Auditing from Zhongnan University of Finance and Economics in 1992, and his master’s degree in Finance from Jinan University in 2001. Mr. Wei currently serves as senior partner of asset management of CDH Investments Management (Hong Kong) Limited (“**CDH**”). He has over 25 years’ operation and management experience in the finance and accounting sector in Hong Kong and mainland China as well as in complex transaction, mergers and acquisitions and business development. He spearheaded several private equity investment projects since join CDH.

Mr. Wei is currently an independent non-executive director of Honghua Group Limited (stock code: 0196), a non-executive director of Hao Tian International Construction Investment Group Limited (stock code: 1341), an independent non-executive director of Sinoheath Holding Ltd. (Stock code: 2361) all of which are listed on the Main Board of the Stock Exchange and an independent director of Huize Holding Limited (NASDAQ stock code: HUIZ).

Mr. Wei was the chief accountant and the chief financial officer of China Resources (Holdings) Company Limited (“**CRH**”). Mr. Wei held various senior management roles within CRH and its affiliates (collectively “**China Resources Group**”). He was the director of finance, chief accountant and chief financial officer of China Resources Group from 2001 to 2017. He led several industrial restructuring and capital operation projects.

Mr. Wei has entered into a service contract with the Company for a period of three years from 18 May 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Wei does not receive any remuneration, including director fee, salary, bonus and allowance for his appointment as a non-executive Director.

As at the date of this announcement, Mr. Wei does not have any other interests or is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company (save for Mr. Wei ultimately controls the general partner of JZ Investment Fund L.P., which holds 440,000,000 shares in the Company, representing approximately 29.34% of the issued share capital of the Company) or any of its associated corporations within the meaning of Part XV of the SFO. Mr. Wei was granted 30,000,000 share options under the share option scheme adopted by the Company on 17 December 2012, subject to the fulfilment of certain performance targets.

Save as disclosed, Mr. Wei has not held any directorships in any other listed public companies during the past three years. Mr. Wei does not have any relationship with any other director, senior management or substantial shareholder of the Company.

Mr. Wei also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules and there are no other matters relating to his redesignation as a non-executive director of the Company that need to be brought to the attention of the shareholders of the Company.

By order of the Board
OCI International Holdings Limited
Jiao Shuge
Chairman and Chief Executive Officer

Hong Kong, 18 May 2023

As at the date of this announcement, the Board comprises the following Directors:

Executive Director:

Mr. Jiao Shuge
(Chairman and Chief Executive Officer)

Non-executive Directors:

Mr. Wu Guangze
Mr. Feng Hai
Mr. Wei Bin

Independent non-executive Directors:

Mr. Chong Ka Yee
Mr. Tso Siu Lun Alan
Mr. Li Xindan
Dr. Lo Wing Yan William