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Prinx Chengshan Holdings Limited

浦林成山控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1809)

- (1) EXPIRY OF TERM OF OFFICE OF INDEPENDENT
NON-EXECUTIVE DIRECTOR;**
- (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR; AND**
- (3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

EXPIRY OF TERM OF OFFICE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Prinx Chengshan Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that the term of office of Mr. Zhang Xuehuo (“**Mr. Zhang**”), an independent non-executive Director, will expire on 9 September 2023 pursuant to a letter of appointment with the Company. To devote more time to other business commitments, Mr. Zhang will retire as an independent non-executive Director upon expiration of his term of office and will cease to be the chairman of the nomination and remuneration committee (the “**Nomination and Remuneration Committee**”) of the Company and a member of each of the audit committee (the “**Audit Committee**”) and the development strategy and risk management committee (the “**Development Strategy and Risk Management Committee**”) of the Company.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company and/or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Jin Qingjun (“**Mr. Jin**”) has been appointed as an independent non-executive Director with effect from 9 September 2023.

The biographical details of Mr. Jin are set out below.

Mr. Jin Qingjun, aged 66, is currently a senior partner of King & Wood Mallesons. His major areas of practice include securities, finance, investment, financing, real estate, corporate, maritime commerce, insolvency, litigation as well as foreign-related legal affairs. He has a solid legal theory foundation and extensive legal practise experience. In the past 30 years, he has been adhering to the front line of project hosting work, enjoying a high reputation in the industry and among peers. Mr. Jin is one of the first lawyers who were granted Security Qualification Certificate in the PRC, focusing on securities-related legal affairs for more than 30 years. He was the general legal counsel of the Shenzhen Stock Exchange and a member of the Listing Regulatory Council. He is currently a legal counsel of various financial institutions, securities companies and listed companies at home and abroad.

Mr. Jin is currently an independent non-executive director of Times China Holdings Limited (a company listed on the Stock Exchange, stock code: 1233), Sino-Ocean Group Holding Limited (a company listed on the Stock Exchange, stock code: 3377), Bank of Tianjin Co., Ltd. (a company listed on the Stock Exchange, stock code: 1578), Central Development Holdings Limited (a company listed on the Stock Exchange, stock code: 475) and Goldstream Investment Limited (a company listed on the Stock Exchange, stock code: 1328); an independent director of Shenzhen Cheng Chung Design Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 002811), a director of Shenzhen Kingkey Smart Agriculture Times Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 000048) and an independent director of Invesco Great Wall Fund Management Co., Ltd. From September 2014 to June 2021, Mr. Jin served as an independent director of Guotai Junan Securities Co., Ltd. (a company listed on the Stock Exchange, stock code: 2611 and the Shanghai Stock Exchange, stock code: 601211).

Mr. Jin is also a part-time professor of the Chinese Academy of Governance, a part-time professor of the Law School of Renmin University of China, an arbitrator of the Shenzhen Court of International Arbitration, a mediator of the Shenzhen Securities and Futures Dispute Resolution Centre, an arbitrator of the South Africa International Commercial Arbitration Centre, a member of the Inter-Pacific Bar Association, a PRC legal counsel of the US Court of Appeals for the Washington D.C Circuit and a member of the National Equities Exchange and Quotations Review Committee.

Mr. Jin graduated from the Foreign Language Department of Anhui University with a bachelor's degree in English and American literature in 1982. He graduated from the Graduate School of China University of Political Science and Law with a master's degree in international law in 1987. In 2009, he received a completion certificate for a research program from the John F. Kennedy School of Government at Harvard University.

Save as disclosed above, as at the date of this announcement, Mr. Jin (i) does not have any relationship with any other Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company; (ii) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other positions with the Company and other members of the Group; (iv) did not held any other directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (v) does not have any other major appointments and professional qualifications.

Mr. Jin shall hold office until the next annual general meeting of the Company and is subject to retirement by rotation and re-election in accordance with the memorandum and articles of association of the Company. The Company has entered into a letter of appointment with Mr. Jin for a term of three years commencing from 9 September 2023, which may be terminated by either party giving at least one month's notice. Pursuant to the said letter of appointment, Mr. Jin is entitled to a director's remuneration of HK\$15,000 per month, which is determined by the Board having regard to the recommendation of the Nomination and Remuneration Committee and with reference to Mr. Jin's relevant experience and qualifications, his duties and responsibilities with the Company and the prevailing market conditions.

Mr. Jin has confirmed his independence pursuant to Rule 3.13 of the Listing Rules. Save as disclosed above, the Board is not aware of any other information which is required to be disclosed pursuant to Rule 13.51 (2) (h) to (v) of the Listing Rules and there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board noted that Mr. Jin holds directorships in more than seven listed companies (including the Company). The Board is of the view that Mr. Jin will be able to devote sufficient time to the Board on the following basis: (i) based on the review of publicly available information, the Board noted that Mr. Jin had a high attendance rate in general meetings, board meetings and board committee meetings of other listed companies in which he currently holds directorship; (ii) notwithstanding that Mr. Jin holds directorships in eight listed companies (including the Company), the directorships of seven listed companies are non-executive in nature; and (iii) Mr. Jin is committed to devote sufficient time to the affairs of the Company. Having considered the above factors, the Board is of the view that Mr. Jin will be able to devote sufficient time to discharge his duties as an independent non-executive Director notwithstanding that he holds directorships in more than seven listed companies. Mr. Jin is a leading legal practitioner in the PRC and is able to contribute to the diversity of the Board with his extensive regulatory and legal experience in securities, finance, investment, corporate, insolvency and foreign-related legal affairs. The Board believes that Mr. Jin's valuable professional and extensive experience and valuable insights gained from various listed companies will contribute significantly to the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Jin for joining the Board.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Mr. Zhang will retire as an independent non-executive Director upon expiration of his term of office as an independent non-executive Director, and will also cease to be the chairman of the Nomination and Remuneration Committee and a member of each of the Audit Committee and the Development Strategy and Risk Management Committee. Mr. Jin has been appointed as the chairman of the Nomination and Remuneration Committee and a member of each of the Audit Committee and the Development Strategy and Risk Management Committee with effect from 9 September 2023.

By order of the Board
Prinx Chengshan Holdings Limited
Chairman and Non-executive Director
Che Hongzhi

Shandong, the PRC, 31 August 2023

As at the date of this announcement, the Board comprises Mr. Che Baozhen, Mr. Shi Futao and Ms. Cao Xueyu as executive Directors; Mr. Che Hongzhi, Mr. Wang Lei and Mr. Shao Quanfeng as non-executive Directors; Mr. Zhang Xuehuo, Mr. Choi Tze Kit Sammy and Mr. Wang Chuansheng as independent non-executive Directors.