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Sanxun Holdings Group Limited

三巽控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6611)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Sanxun Holdings Group Limited (the “**Company**”) announces the appointment of Mr. Wang Ye (“**Mr. Wang**”) (王燁) as an independent non-executive Director (“**INED(s)**”) and the chairman of the audit committee (the “**Audit Committee**”), a member of the remuneration committee (the “**Remuneration Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Board with effect from 28 December 2023.

Mr. Wang, aged 54, is currently a professor and master supervisor of Nanjing Audit University and a part-time doctoral supervisor at Shanxi University of Finance and Economics. Mr. Wang also currently served as anonymous reviewer for journals such as “Accounting Research”, thesis review expert of the Ministry of Education, and high-tech enterprise review expert of Jiangsu Province. From November 2010 to December 2016, Mr. Wang was a professor and the head of Department of Financial Management at Anhui University of Finance and Economics. From January 2012 to April 2018, Mr. Wang served as an independent director of Huainan Runcheng Science & Technology Co., Ltd.* (淮南潤誠科技股份有限公司) (stock code: 831565), a company listed on NEEQ. From October 2014 to April 2018, Mr. Wang served as an independent director of Huangshan Tourism Development Co., Ltd.* (黃山旅遊發展股份有限公司) (stock code: 600054), a company listed on Shanghai Stock Exchange. From April 2014 to March 2021, Mr. Wang served as an independent director of Anhui Deli Household Glass Co.,Ltd.* (安徽德力日用玻璃股份有

限公司) (stock code: 002571), a company listed on Shenzhen Stock Exchange. From December 2015 to May 2022, Mr. Wang served as an independent director of Huaan Securities Co., Ltd.* (華安證券股份有限公司) (stock code: 600909), a company listed on Shanghai Stock Exchange.

Mr. Wang obtained his Bachelor of Economics (Accounting) and Master of Business Administration (Accounting) from Anhui University of Finance and Economics in July 1993 and July 2002 respectively and Doctor of Philosophy in Management (Accounting) from Nanjing University in June 2011. Mr. Wang is a Certified Public Accountant in China and a Registered Asset Appraiser (non-practising) in China.

Mr. Wang has entered into an appointment letter with the Company for a term of three years, and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. Mr. Wang will receive emolument of RMB72,000 per annum, which was determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market rate.

Save as disclosed above, as at the date of this announcement, Mr. Wang (i) does not hold any other positions with any members of the Group; (ii) does not, nor did he in the past three years, hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any relationships with any Directors, senior management or substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company; and (iv) 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).

Mr. Wang has confirmed that there is no other information relating to his appointment that is required to be disclosed pursuant to the requirements of Rules 13.51 (2)(h) to 13.51 (2)(v) 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 of the Company.

The Board would like to welcome Mr. Wang in joining the Board.

COMPLIANCE WITH THE LISTING RULES

Following the appointment of Mr. Wang, the Company has re-complied with the following requirements of the Listing Rules that:

- (i) the Company must appoint at least three INEDs, one of whom must have appropriate professional qualifications or accounting or related financial management expertise pursuant to Rule 3.10 of the Listing Rules;
- (ii) the Company must appoint INEDs representing at least one-third of the Board pursuant to Rule 3.10A of the Listing Rules;
- (iii) the Company must have at least three members of the Audit Committee which is chaired by an INED, with at least one of them being an INED with appropriate professional qualifications or accounting or related financial management expertise required under Rule 3.10(2) pursuant to Rule 3.21 of the Listing Rules;
- (iv) the Remuneration Committee must comprise a majority of INEDs pursuant to Rule 3.25 of the Listing Rules; and
- (v) the Nomination Committee must comprise a majority of INEDs pursuant to Rule 3.27A of the Listing Rules.

By order of the Board
Sanxun Holdings Group Limited
Qian Kun
Chairman

Hong Kong, 28 December 2023

As at the date of this announcement, the Board comprises Mr. Qian Kun, Ms. An Juan, Mr. Wang Zizong and Mr. Zhang Xiaohui as executive Directors, and Mr. Chen Sheng, Mr. Wang Ye and Mr. Tong Yu as independent non-executive Directors.

* *For identification purpose only.*