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China Vered Financial Holding Corporation Limited

中微金融控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 245)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of directors (the “**Board**”) of China Vered Financial Holding Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that:

- (i) Mr. Wen Yuanhua (“**Mr. Wen**”) has resigned as an independent non-executive director of the Company, chairman of the remuneration committee of the Company and member of the audit committee and nomination committee of the Company with effect from 13 March 2024. Mr. Wen is of the view that considering the current status of the Board, there is no longer room to fulfill his role effectively as an independent non-executive director, and to safeguard the interests of the Company and its shareholders and contribute to the value creation of the Company, and he would like to devote more time to his other engagements;
- (ii) Mr. Dong Hao (“**Mr. Dong**”) has resigned as an independent non-executive director of the Company and member of the audit committee, remuneration committee and nomination committee of the Company with effect from 13 March 2024 in order to devote more time to his other engagements; and
- (iii) Mr. Jin Mingming (“**Mr. Jin**”) has resigned as an independent non-executive director of the Company and member of the audit committee, remuneration committee and nomination committee of the Company with effect from 13 March 2024 in order to devote more time to his other business commitments.

Each of Mr. Wen and Mr. Dong has confirmed that (i) he has no material disagreement with the Board, (ii) he would respect the decisions made by the Board by majority in accordance with the Articles of Association of the Company and (iii) there are no other matters relating to his resignation that needs to be brought to the attention of the holders of securities of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Mr. Jin has confirmed that (i) he has no disagreement with the Board and (ii) there are no matters relating to his resignation that need to be brought to the attention of the holders of securities of the Company and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wen, Mr. Dong and Mr. Jin for their valuable contributions to the Company during their tenure of office.

BREACHES OF RULES 3.10, 3.21 AND 3.27A OF THE LISTING RULES

Pursuant to (i) Rule 3.10(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), every board of directors of a listed issuer must include at least three independent non-executive directors; (ii) Rule 3.21 of the Listing Rules, the audit committee must comprise a minimum of three members; and (iii) Rule 3.27A of the Listing Rules, the nomination committee shall comprise a majority of independent non-executive directors. Accordingly, the Company will be in breach of Rules 3.10, 3.21 and 3.27A of the Listing Rules in light of the above resignations, and the Company will endeavour to look for suitable candidates as soon as possible and make further announcement once new independent non-executive directors are appointed.

By Order of the Board
China Vered Financial Holding Corporation Limited
Du Lina
Acting Chairperson

Hong Kong, 13 March 2024

As at the date of this announcement, the Board comprises (1) Ms. Lin Le, Mr. Li Feng, and Ms. Du Lina as executive directors of the Company; (2) Mr. Zhang Boyang as non-executive director of the Company; and (3) Ms. Zhou Hui and Mr. Cheng Tai Sheung as independent non-executive directors of the Company.