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中煙國際（香港）有限公司
China Tobacco International (HK) Company Limited
(incorporated in Hong Kong with limited liability)
(Stock code: 6055)

(1) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(3) CHANGE IN COMPOSITION OF BOARD'S COMMITTEES

The Board announces that with effect from 17 May 2024:

- (a) Mr. Chau Kwok Keung ceased to act as an independent non-executive director of the Company upon his retirement from the Board at the conclusion of the 2024 AGM as Mr. Chau Kwok Keung did not seek for re-election; and
- (b) Ms. He Junhua was appointed as an independent non-executive director of the Company upon the conclusion of the 2024 AGM.

In addition, with effect from 17 May 2024:

- (c) Mr. Chau Kwok Keung ceased to be a member of the Connected Transactions Control Committee and a member of the Audit Committee; and
- (d) Ms. He Junhua was appointed as a member of the Connected Transactions Control Committee and a member of the Audit Committee.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of China Tobacco International (HK) Company Limited (the “**Company**”) announces that Mr. Chau Kwok Keung (“**Mr. Chau**”) ceased to act as an independent non-executive director of the Company upon his retirement from the Board at the conclusion of the annual general meeting of the Company held on 17 May 2024 (the “**2024 AGM**”), as Mr. Chau intends to devote more time to his other work engagements and commitments, and did not seek for re-election. Mr. Chau has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board would like to express its sincere gratitude to Mr. Chau for his contributions to the Company during his term of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce the appointment of Ms. He Junhua (“**Ms. He**”)* (何俊華) as an independent non-executive director of the Company at the 2024 AGM with effect from 17 May 2024 upon the conclusion of the 2024 AGM.

The biographical details of Ms. He are set out below.

Ms. He Junhua

Ms. He Junhua, aged 53, joined the Company on 17 May 2024 as an independent non-executive director of the Company.

Ms. He has extensive skills, knowledge and professional experience in providing legal advice to corporations, investment banks and financial institutions on a broad range of capital markets and corporate transactions, with a particular focus on initial public offerings and listings, private equity investments, mergers and acquisitions, bond issuances, financings as well as listing and regulatory compliance. From April 2006 to January 2012, she was an associate and partner at Herbert Smith Freehills. From January 2012 to February 2015, she was a partner at Morrison & Foerster LLP. She then worked as a partner at DLA Piper from February 2015 to March 2020. Since March 2020, she has been a partner at Ashurst.

Ms. He received a bachelor’s degree in law from Shenzhen University in June 1992, a master’s degree in law from the University of California, Berkeley in May 1997, and a juris doctor degree from Rutgers, The State University of New Jersey in May 2005. She is admitted as a solicitor in Hong Kong, and is also admitted as an attorney in California and New York in the United States.

Ms. He has entered into a service contract with the Company for a term of three years commencing from 17 May 2024, subject to retirement by rotation and re-election in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Company’s articles of association. Ms. He is entitled to receive from the Company an annual director’s fee of HK\$360,000. The remuneration of Ms. He has been determined by the Board with reference to her duties, responsibilities and experience, and to prevailing market conditions. Such director’s fee is covered under her service contract.

Ms. He has obtained legal advice pursuant to Rule 3.09D of the Listing Rules and has confirmed that she understood her obligations as a director of the Company. Ms. He has also provided the Company with a confirmation of independence pursuant to Rule 3.13 of the Listing Rules.

Save as disclosed above, as at the date of this announcement, Ms. He does not (i) have any relationship with any director, senior management, substantial shareholders or controlling shareholders of the Company or holds any other directorships in any listed companies in the last three years; (ii) hold any other positions in the Company and members of the Company’s group; (iii) have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information in respect of the appointment of Ms. He that is discloseable pursuant to Rule 13.51(2) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the shareholders of the Company in connection with her appointment.

The Board would like to take this opportunity to welcome Ms. He to the Board.

CHANGE IN COMPOSITION OF BOARD’S COMMITTEES

The Board announces that, following the retirement of Mr. Chau and the appointment of Ms. He as an independent non-executive director of the Company, with effect from 17 May 2024:

- (a) Mr. Chau ceased to be a member of the connected transactions control committee of the Company (the “**Connected Transactions Control Committee**”) and a member of the audit committee of the Company (the “**Audit Committee**”); and
- (b) Ms. He was appointed as a member of the Connected Transactions Control Committee and a member of the Audit Committee.

By order of the Board

China Tobacco International (HK) Company Limited

Shao Yan

Chairman

Hong Kong, 17 May 2024

As at the date of this announcement, the board of Directors comprises Mr. Shao Yan, as Chairman and non-executive Director, Mr. Dai Jiahui, Mr. Wang Chengrui, Mr. Xu Zengyun and Ms. Mao Zilu as executive Directors, and Mr. Chow Siu Lui, Mr. Wang Xinhua, Mr. Qian Yi and Ms. He Junhua as independent non-executive Directors.

** For identification purpose only*