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芯智控股有限公司

Smart-Core Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2166)

RE-DESIGNATION OF DIRECTOR; AND CHANGE OF AUTHORISED REPRESENTATIVES

RE-DESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Smart-Core Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) announces that with effect from 1 July 2024, Mr. Wong Tsz Leung (“**Mr. Wong**”) will be redesignated as the non-executive Director and he remains as director of certain subsidiaries of the Company.

Mr. Wong, aged 60, was appointed as an executive Director and chief financial officer of the Company on 22 October 2015. Mr. Wong joined the Group in March 2007 and subsequently promoted to the vice general manager. Mr. Wong is responsible for overseeing the overall strategy and responsible for the financial operations and management of the Group. Mr. Wong is currently serving as a director of various subsidiaries of the Company. Mr. Wong has also been the chairman of supervisor committee of Henan Jinma Energy Company Limited (stock code: 6885) and Henan Jinyuan Hydrogenated Chemicals Co., Ltd. (stock code: 2502) since July 2016 and July 2023, respectively. He is also the sole director and sole shareholder of Insight Limited, a substantial shareholder (as defined in the Listing Rules) of the Company.

Mr. Wong has more than 20 years of experience in business management. Prior to joining the Group, Mr. Wong was the financial controller of OSSIMA Publishing Group Limited (which was engaged in travel media business) from January 1995 to September 2005. Mr. Wong was a director of Samsung Drycleaning Company Limited, a private company limited by shares which was dissolved by way of striking off on 19 September 2003. Mr. Wong was also director of The Golden Key Hotels of the World Limited, a private company limited by shares which was dissolved by way of deregistration on 17 June 2005. Mr. Wong confirmed that the aforementioned companies were solvent at the time of dissolution by striking off or deregistration and that no misconduct or misfeasance on his part as director led to the companies’ dissolution, nor is he aware of any actual or potential claim that has been or will be made against him as a result of the dissolutions.

Mr. Wong obtained a degree in Master of Business Administration from University of Wales via its distance learning program in December 2011.

Mr. Wong has entered into a letter of appointment as a non-executive Director with the Company for an initial term of 3 years commencing from 1 July 2024, which is terminable by either party by giving to the other three month's prior notice in writing. Mr. Wong will be entitled to a director's remuneration of approximately HK\$245,000 per annum, which had been approved by the Board on the recommendation of the remuneration committee of the Board and determined with reference to his general duties and responsibilities, the remuneration policy of the Company and the prevailing market conditions. The appointment of Mr. Wong is subject to retirement by rotation and re-election in accordance with the Articles.

As at date of this announcement, Mr. Wong, through his wholly-owned company, Insight Limited, is deemed to be interested in 52,500,000 shares of the Company (representing 10.74% of the total issued shares of the Company) within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, Mr. Wong is not aware of any other matters that need to be brought to the attention of the shareholders of the Company nor of any information that need to be disclosed to the Company pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to his re-designation.

CHANGE OF AUTHORISED REPRESENTATIVES

With effect from 1 July 2024, Mr Wong will cease to be the authorised representative (the “**LR Authorised Representative**”) under Rule 3.05 of the Listing Rules and the authorised representative (the “**CO Authorised Representative**”) under the Companies Ordinance (Cap 622, law of Hong Kong) and Mr. Zheng Gang, the executive Director, will be appointed as the LR Authorised Representative and the CO Authorised Representative.

By Order of the Board
Smart-Core Holdings Limited
Tian Weidong
Chairman and Executive Director

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises Mr. Tian Weidong (Chairman), Mr. Wong Tsz Leung, Mr. Liu Hongbing, Mr. Mak Hon Kai Stanly and Mr. Zheng Gang as executive Directors and Dr. Tang Ming Je, Ms. Xu Wei and Dr. Xue Chun as independent non-executive Directors.