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China Beidahuang Industry Group Holdings Limited
中國北大荒產業集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00039)

**RESIGNATION AND APPOINTMENT OF
NON-EXECUTIVE DIRECTOR AND
CONTINUED NON-COMPLIANCE WITH RULE 3.10A
OF THE LISTING RULES**

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND VICE-CHAIRMAN

The board (the “**Board**”) of directors (the “**Directors**”) of China Beidahuang Industry Group Holdings Limited (the “**Company**”) announces that Mr. Zhao Wanjiang (“**Mr. Zhao**”) has resigned as a non-executive Director and a Vice-chairman of the Board with effect from 9 August 2024 as he would like to devote more time in his personal business commitments.

Mr. Zhao has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

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

APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND VICE-CHAIRMAN

The Board also announces that with effect from 9 August 2024, Mr. Li Jin (“**Mr. Li**”) has been appointed as a non-executive Director and a Vice-chairman of the Board.

The biographical details of Mr. Li are given as follows:

Mr. Li, aged 50, currently is the secretary of the party committee and a director of Beidahuang Grain Logistics Co., Ltd* (北大荒糧食物流有限公司), the secretary of the party committee and a director of Heilongjiang Nongken Beidahuang Logistics Group Co., Ltd* (黑龍江農墾北大荒物流集團有限公司), and a director of Beidahuang Business Group (HK) International Trade Co., Limited (“**Beidahuang HK**”). Mr. Li is nominated to the Board by Beidahuang HK. As at the date of this announcement, Beidahuang HK, a substantial shareholder of the Company, holds 660,000,000 shares representing approximately 10.42% of the issued shares of the Company. Mr. Li graduated from the College of Economics and Trade of Heilongjiang Bayi Agricultural University (黑龍江八一農墾大學), majoring in Agricultural Economics and Management.

Mr. Li has entered into a service agreement with the Company for a term of two years commencing from 9 August 2024 and his appointment can be terminated by one month’s notice in writing served by either party on the other. Mr. Li is subject to retirement by rotation and re-election pursuant to the articles of association of the Company. He is entitled to an annual remuneration of HK\$100,000 as a non-executive Director which is determined by the Board by reference to his duties and responsibilities with the Company, the Company’s remuneration policy and the Remuneration Committee’s recommendation.

As at the date of this announcement, Mr. Li does not have any interests and short positions in the shares or underlying shares of the Company and its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Li does not hold any directorship in any listed public companies in Hong Kong or overseas in the past three years and does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company for the purpose of the Listing Rules.

There is no information required to be disclosed pursuant to the requirements as set out in Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Li.

The Board would like to welcome Mr. Li to join the Board.

CONTINUED NON-COMPLIANCE WITH RULE 3.10A OF THE LISTING RULES

Reference is made to the announcement of the Company dated 1 July 2024 in relation to the non-compliance with Rule 3.10A of the Listing Rules. As at the date of this announcement and following the resignation of Mr. Zhao as a non-executive Director and a Vice-chairman of the Board and the appointment of Mr. Li as a non-executive Director and a Vice-chairman of the Board with effect from 9 August 2024, the Board comprises a total of ten (10) Directors, of which four (4) are executive Directors, three (3) are non-executive Directors and three (3) are independent non-executive Directors. As such, the ratio of the number of independent non-executive Directors falls short of the minimum one-third of the Board as required under Rule 3.10A of the Listing Rules.

The Company is in the process of identifying a suitable candidate for appointment as additional independent non-executive Director to ensure re-compliance with the relevant rule as soon as possible and in any event no later than 31 October 2024. Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board
China Beidahuang Industry Group Holdings Limited
Jiang Jiancheng
Chairman

Hong Kong, 9 August 2024

As at the date of this announcement, the Executive Directors are Mr. Jiang Jiancheng (Chairman), Mr. Liu Xiaopeng (Vice-chairman), Mr. Ke Xionghan and Mr. Chen Chen; the Non-executive Directors are Mr. Li Jin (Vice-chairman), Ms. Ho Wing Yan and Mr. Li Dawei; and the Independent Non-executive Directors are Mr. Chong Cha Hwa, Mr. Yang Yunguang and Mr. Chen Zhifeng.

* *For identification purpose only*