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## **XINGFA ALUMINIUM HOLDINGS LIMITED**

**興發鋁業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 98)**

### **RESIGNATION OF A NON-EXECUTIVE DIRECTOR; APPOINTMENT OF AN EXECUTIVE DIRECTOR; REDESIGNATION OF A DIRECTOR; AND CHANGE IN THE COMPOSITION OF THE AUDIT COMMITTEE**

The Board announces that with effect from 16 August 2024:

- (i) Ms. Xie Jingyun has resigned as a non-executive Director;
- (ii) Ms. Zheng Jianhua has been appointed as an executive Director; and
- (iii) Mr. Wang Lei has been re-designated from an executive Director to a non-executive Director and has been appointed as a member of the Audit Committee.

#### **RESIGNATION OF A NON-EXECUTIVE DIRECTOR**

The board (“**Board**”) of directors (“**Directors**”, each a “**Director**”) of Xingfa Aluminium Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 16 August 2024, Ms. Xie Jingyun (“**Ms. Xie**”) has resigned as a non-executive Director due to normal rotation of work duties assigned by state-owned enterprise.

Ms. Xie has confirmed that she has no disagreement with the Board and there is no other matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”) or the shareholders of the Company (“**Shareholders**”).

## APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board wishes to announce that with effect from 16 August 2024, Ms. Zheng Jianhua (“**Ms. Zheng**”) has been appointed as an executive Director.

The biographical details of Ms. Zheng are set out below:

Ms. Zheng, aged 50, has been the chief financial officer of the Company since 30 September 2022. Ms. Zheng is also a director, the chief financial officer and a member of the party committee of Guangdong Xingfa Aluminium Co., Ltd.\* (廣東興發鋁業有限公司) (“**Guangdong Xingfa**”), an indirect wholly-owned subsidiary of the Company. Ms. Zheng has extensive experience in accounting, finance and business management. Ms. Zheng obtained a bachelor’s degree in economics (majoring in accounting) from Sun Yat-Sen University in July 1999. Prior to joining the Group, she worked in various departments and subsidiaries of the group companies of Guangdong Guangxin Holdings Group Co., Ltd.\* (廣東省廣新控股集團有限公司) (“**Guangxin Holdings**”). From May 1999 to January 2002, she was a deputy manager of the finance department of Guangdong Land-Sea International Freight Services Co., Ltd.\* (廣東陸海國際貨運代理有限公司), a former subsidiary of Guangdong Foreign Trade Imp. & Exp. Co.\* (廣東省外貿開發公司) (“**Guangdong Foreign Trade**”). In January 2002, she served as a deputy manager of the finance department of Guangdong Foreign Trade, and has been promoted to the manager of the finance department of Guangdong Foreign Trade in December 2005. During the period from March 2010 to August 2022, Ms. Zheng took up various positions in Guangxin Holdings. She served as the deputy head of each of the clearings department and the capital management department from March 2010 to June 2014. Later, she acted as the deputy head of the operating management department in June 2014 and was then promoted to the head of the operating management department in September 2018. Subsequently, she was appointed as the head of the innovation and strategic management department in February 2019. She was promoted to the general manager of the information management department in February 2020. From January 2021 to August 2022, she served as the deputy general manager of the strategic management department. During her employment with Guangxin Holdings, Ms. Zheng also took up the position of director in various companies invested by Guangxin Holdings, namely Guangdong Foreign Trade (from June 2020 to June 2022), GMG International Tendering Co., Ltd.\* (國義招標股份有限公司), the shares of which are listed on Beijing Stock Exchange (stock code: 831039), and Guangdong Textiles Imp. & Exp. Co., Ltd.\* (廣東省紡織品進出口股份有限公司) (from June 2020 to August 2022). Guangxin Holdings is the holding company of GuangXin (Hong Kong) Investment Limited, which holds approximately 31.47% of the issued shares of the Company as at the date of this announcement, and is the ultimate controlling shareholder of the Company.

Pursuant to the service contract made between Ms. Zheng and the Company, Ms. Zheng has been appointed for a term of three years commencing from 16 August 2024 unless terminated by not less than three months' notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”). Ms. Zheng will receive RMB720,000 per annum as emolument of being a Director and a discretionary bonus, which was recommended by the remuneration committee of the Company and determined by the Board with reference to the prevailing market conditions, her duties and responsibilities.

Save as disclosed above, as at the date of this announcement, Ms. Zheng:

- (i) has not held any other major appointments or qualifications or directorships in other listed company in the last three years;
- (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholder (having the meaning ascribed to it in the Listing Rules) of the Company;
- (iii) does not hold other positions with the Company or other members of the Group; and
- (iv) is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (“**SFO**”) (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules and there is no other matter relating to the appointment of Ms. Zheng that needs to be brought to the attention of the Stock Exchange or the Shareholders.

## **REDESIGNATION OF A DIRECTOR**

The Board wishes to further announce that with effect from 16 August 2024, Mr. Wang Lei (“**Mr. Wang**”) has been re-designated from an executive Director to a non-executive Director due to the normal rotation of responsibilities amongst the Group's management assigned by state-owned enterprise.

The biographical details of Mr. Wang are set out below:

Mr. Wang Lei, aged 55, is a senior engineer and was appointed as an executive Director on 4 August 2021. Mr. Wang obtained his bachelor's degree in mechanical engineering from University of Science and Technology Beijing (北京科技大學) and master's degree in business administration from Central South University (中南大學) in 1991 and 2004 respectively. He has extensive business management experience. Mr. Wang was the executive president of Guangzhou Zhongyong Group Co., Ltd.\* (廣州市中庸集團有限公司) from 2005 to 2006 and the general manager of Guangdong Venture Capital Group Co., Ltd.\* (廣東省風險投資集團有限公司) stationed in Guangdong Hongli Machinery Co., Ltd.\* (廣東泓利機器有限公司) from 2006 to 2009. Since 2009, Mr. Wang has served various group companies of Guangxin Holdings. From September 2009 to March 2016, he was the vice president of FSPG Hi-Tech Co., Ltd. (佛山佛塑科技集團股份有限公司) (“**FSPG**”), the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000973), and was a member of the party committee of FSPG from March 2015 to March 2016. From 2016 to 2017, Mr. Wang served as the deputy director of the operation department of Guangxin Holdings and the deputy general manager of Guangxin Maritime Heavy Industry Co., Ltd.\* (廣新海事重工股份有限公司). He was also the chairman and secretary of the party committee of Guangdong Guangqing Metal Technology Co., Ltd.\* (廣東廣青金屬科技有限公司) as well as the executive director of Guangdong Guangqing Metal Rolling Company\* (廣東廣青金屬壓延公司) from 2017 to 2020. Since July 2020, he is a director of Guangxin Shengte Investment Co., Ltd.\* (廣東廣新盛特投資有限公司). He was also a director of Guangdong Guangxin Innovation Research Institute Co., Ltd.\* (廣東省廣新研究院有限公司) from July 2020 to June 2021. Later, Mr. Wang was appointed as a director of FSPG from August 2021 to May 2024. Since December 2023, Mr. Wang has also been the chief safety officer of Guangxin Holdings and since April 2024, he has been concurrently serving as the general manager of the safety and conservation department of Guangxin Holdings. Guangxin Holdings is the holding company of GuangXin (Hong Kong) Investment Limited, which holds approximately 31.47% of the issued shares of the Company as at the date of this announcement, and is the ultimate controlling shareholder of the Company.

Pursuant to the letter of appointment made between Mr. Wang and the Company, Mr. Wang has been appointed for a term of three years commencing from 16 August 2024 unless terminated by not less than three months' notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Listing Rules. Mr. Wang will not receive any emolument as a Director.

Save as disclosed above, as at the date of this announcement, Mr. Wang:

- (i) has not held any other major appointments or qualifications or directorships in other listed company in the last three years;
- (ii) does not have any relationship with any Director, senior management, substantial or controlling shareholder (having the meaning ascribed to it in the Listing Rules) of the Company;
- (iii) does not hold other positions with the Company or other members of the Group; and
- (iv) is not interested in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no further information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules and there is no other matter relating to the re-designation of Mr. Wang that needs to be brought to the attention of the Stock Exchange or the Shareholders.

#### **CHANGE IN COMPOSITION OF THE AUDIT COMMITTEE**

The Board announces that with effect from 16 August 2024:

- (a) Ms. Xie has ceased to be a member of the audit committee of the Board (“**Audit Committee**”); and
- (b) Mr. Wang has been appointed as a member of the Audit Committee.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Xie for her contribution to the Company during her tenure of office and extend its welcome to Ms. Zheng to the Board.

By Order of the Board  
**Xingfa Aluminium Holdings Limited**  
**WANG Li**  
*Chairman*

16 August 2024

*As at the date of this announcement, the directors of the Company are as follows:*

*Executive Directors:*

Mr. WANG Li (*Chairman*)  
Mr. LIAO Yuqing (*Chief Executive Officer*)  
Ms. ZHENG Jianhua (*Chief Financial Officer*)  
Mr. LAW Yung Koon  
Mr. WANG Zhihua  
Mr. LUO Jianfeng

*Non-executive Directors:*

Mr. ZUO Manlun  
Mr. WANG Lei

*Independent non-executive Directors:*

Mr. CHEN Mo  
Mr. HO Kwan Yiu  
Mr. LAM Ying Hung, Andy  
Mr. WEN Xianjun

\* *For identification purpose only*