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復興亞洲絲路集團有限公司
RENAISSANCE ASIA SILK ROAD GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock code: 274)

**APPOINTMENT OF EXECUTIVE DIRECTOR,
NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-
EXECUTIVE DIRECTOR;
CHANGE IN COMPOSITIONS OF THE BOARD COMMITTEES
AND
RESIGNATION OF JOINT COMPANY SECRETARY AND
AUTHORISED REPRESENTATIVE**

The board (“**Board**”) of directors (“**Directors**”, each a “**Director**”) of Renaissance Asia Silk Road Group Limited (“**Company**”, together with its subsidiaries collectively referred to as “**Group**”) announces that (i) Ms. Wang Yajuan (“**Ms. Wang**”) has been appointed as an executive Director (“**ED**”); (ii) Dr. Feng Xiaogang (“**Dr. Feng**”) has been appointed as a non-executive Director (“**NED**”); (iii) Mr. Ng Tat Fung has been appointed as an independent non-executive Director (“**INED**”); (iv) Mr. Ng has been appointed to join the Audit Committee, Remuneration Committee and Nomination Committee; and (v) Mr. Lam Koon Fai (“**Mr. Lam**”) has resigned as a Joint Company Secretary and Authorised Representative of the Company, all with effect from 7 November 2024.

APPOINTMENT OF EXECUTIVE DIRECTOR

Ms. Wang has been appointed as an ED with effect from 7 November 2024. The biographical details of Ms. Wang are set out below:

Ms. Wang, aged 61, has been involved in the financial industry and investment consulting service since 2006, mainly in future commodities. Through years of large investments projects, she has a wide spectrum of connection in entities throughout the mainland China. Ms. Wang has been the general manager of Tianjin Tianyu Trading Limited (天津天好商貿有限公司) since 2021, mainly responsible for sales management.

Ms. Wang is a younger sister of the substantial shareholder Mr. Wang Yaqun, who holds 13.37% equity interest in the Group.

Ms. Wang has entered into an appointment letter with the Company in respect of her appointment as an ED for a term of one year starting from 7 November 2024. Ms. Wang is subject to retirement and re-election at the next following annual general meeting of the Company after her appointment and thereafter subject to retirement by rotation in accordance with the provisions of the Company's articles of association. Ms. Wang is entitled to a remuneration of HK\$30,000 per month which has been fixed by the Board with reference to, including but not limited to, her duties, responsibilities, performance, prevailing market conditions and remuneration benchmark relevant to other directors of listed companies of similar size and industry nature.

Save as disclosed above, as at the date of this announcement, Ms. Wang has confirmed that she (i) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other position with the Company and other members of the Group or other major appointments and professional qualifications; (iii) does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Ms. Wang.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

Dr. Feng has been appointed as an NED with effect from 7 November 2024. The biographical details of Dr. Feng are set out below:

Dr. Feng, aged 59, holds a Bachelor of Law degree from Tianjin Normal University, a Master of Business Administration degree from the University of Science and Technology Beijing and a Doctor of Philosophy degree in Management from Twintech International University College of Technology. Dr. Feng currently acts as an investment consultant for various companies in the People's Republic of China (the "PRC") and overseas. Dr. Feng has extensive experience in management and investment. During the period from 2001 to 2013, Dr. Feng was a senior management of Ambow Education Holding Ltd. ("Ambow Education"), a company listed on the New York Stock Exchange. During his tenure at Ambow Education, Dr. Feng led various fund raising, mergers and acquisitions projects. Prior to joining Ambow Education, Dr. Feng also worked in a government entity in the PRC and various international companies and was mainly responsible for investment and business management.

Dr. Feng is currently an executive director of Differ Group Holding Company Limited (stock code: 6878), a company listed on the Main Board (the "Main Board") of the Hong Kong Stock Exchange (the "HKEX"). Dr. Feng has been an executive director of Tack Fiori International Group Limited (now known as Life Healthcare Group Limited) (stock code: 928), a company listed on the Main Board, until 15 February 2016 when he was re-designated as a non-executive director and served until 31 October 2019. Dr. Feng has also been the chairman and an executive director of Courage Investment Group Limited (Hong Kong stock code: 1145 and Singapore stock code: CIN), a company listed on the Main Board and the Singapore Stock Exchange, until 31 December 2022.

Dr. Feng has entered into an appointment letter with the Company in respect of his appointment as an NED for a term of one year starting from 7 November 2024. Dr. Feng is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation in accordance with the provisions of the Company's articles of association. Dr. Feng is entitled to a remuneration of HK\$10,000 per month which has been fixed by the Board with reference to, including but not limited to, his duties, responsibilities, performance, prevailing market conditions and remuneration benchmark relevant to other directors of listed companies of similar size and industry nature.

Save as disclosed above, as at the date of this announcement, Dr. Feng has confirmed that he (i) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other position with the Company and other members of the Group or other major appointments and professional qualifications; (iii) does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Dr. Feng.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Ng has been appointed as an INED with effect from 7 November 2024. The biographical details of Mr. Ng are set out below:

Mr. Ng, aged 42, was awarded a Bachelor of Arts in Honour in Finance Accounting & Management from the University of Nottingham. Mr. Ng is a member of The Hong Kong Institute of Certified Public Accountants, The Institute of Chartered Accountants in England and Wales and The Society of Chinese Accountants & Auditors respectively. Mr. Ng is currently a practicing director of NG & Partners CPA Limited. Mr. Ng has 17 years of audit experience span over Hong Kong Small & Medium Sized Enterprise to companies listed in Hong Kong and the United States.

Mr. Ng has been an independent non-executive Director of Haina Intelligent Equipment International Holdings Limited (stock Code : 1645), a company listed on the Main Board, from 4 May 2020 to 25 May 2023 and China Treasures New Materials Group Limited (stock Code : 2439), a company listed on the Main Board, from 9 March 2023 to 21 October 2024, respectively.

Mr. Ng has entered into an appointment letter with the Company in respect of his appointment as an INED for a term of one year starting from 7 November 2024. Mr. Ng is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation in accordance with the provisions of the Company's articles of association. Mr. Ng is entitled to a remuneration of HK\$12,000 per month which has been fixed by the Board with reference to, including but not limited to, his duties, responsibilities, performance, prevailing market conditions and remuneration benchmark relevant to other directors of listed companies of similar size and industry nature.

Save as disclosed above, as at the date of this announcement, Mr. Ng has confirmed that he (i) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other position with the Company and other members of the Group or other major appointments and professional qualifications; (iii) does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance.

Mr. Ng has confirmed that (i) he has met the independence criteria as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders in relation to the appointment of Mr. Ng.

The Board would like to take this opportunity to express its warmest welcome to Ms. Wang Yajuan, Dr. Feng Xiaogang and Mr. Ng Tat Fung in joining the Board.

CHANGE IN COMPOSITIONS OF THE BOARD COMMITTEES

Following the appoint of Mr. Ng Tat Fung as an INED, Mr. Ng was appointed to join the following Board Committees of the Company:

- (i) the Chairman of the audit committee;
- (ii) a member of the remuneration committee; and
- (iii) a member of the nomination committee

RESIGNATION OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

Mr. Lam, due to his other business engagement, has tendered his resignation as a Joint Company Secretary and Authorised Representative of the Company with effect from 7 November 2024.

The Board would like to take this opportunity to express its gratitude to Mr. Lam Koon Fai for his valuable efforts and contributions to the Company during his tenure of office with the Company.

By order of the Board
Renaissance Asia Silk Road Group Limited
Pan Feng
Executive Director

Hong Kong, 7 November 2024

As at the date of this announcement, the Board comprises following Directors:

Executive directors:

Mr. Pan Feng

Ms. Wang Yajuan

Non-executive directors:

Mr. Xu Huiqiang

Feng Xiaogang

Independent non-executive

directors:

Mr. Yang Jingang

Mr. Zhang Zhen

Mr. Ng Tat Fung