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JINGRUI HOLDINGS LIMITED

景瑞控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01862)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
CHANGE IN COMPOSITION OF BOARD COMMITTEES;
AND
NON-COMPLIANCE WITH LISTING RULES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE IN
COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Jingrui Holdings Limited (the “**Company**”) announces that:

- (a) Mr. Han Jiong (“**Mr. Han**”) has tendered his resignation as an independent non-executive Director and the chairman of each of the remuneration committee (the “**Remuneration Committee**”) and nomination committee of the Company (the “**Nomination Committee**”) and a member of the audit committee of the Company (the “**Audit Committee**”), with effect from 5 December 2024, so as to devote more time to his other business commitments;
- (b) Mr. Qian Shi Zheng (“**Mr. Qian**”) has tendered his resignation as an independent non-executive Director and the Chairman of the Audit Committee with effect from 5 December 2024, due to his personal health reasons; and
- (c) Dr. Lo Wing Yan William (“**Dr. Lo**”) has tendered his resignation as an independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee, with effect from 5 December 2024, so as to devote more time to his other business commitments.

Each of Mr. Han, Mr. Qian and Dr. Lo has confirmed that they have no disagreement with the Board, and there are no other circumstances relating to their resignations that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere appreciation to Mr. Han, Mr. Qian and Dr. Lo for their valuable contributions to the Company during their terms of services.

NON-COMPLIANCE WITH THE LISTING RULES

Following the resignations of Mr. Han, Mr. Qian and Dr. Lo, the Board only comprises three executive Directors and one non-executive Director. Accordingly, the number of the independent non-executive Directors and the number of the members of each of the Audit Committee, the Remuneration Committee and the Nomination Committee have fallen below the respective minimum numbers required under Rules 3.10(1), 3.10A, 3.21, 3.25 and 3.27A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The Board is in the process of identifying suitable candidates to fill the vacancies, and will use its best endeavours to ensure that suitable candidates are appointed as soon as practicable and, in any event, within three months pursuant to Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By Order of the Board
Jingrui Holdings Limited
Yan Hao
Chairman

Hong Kong, 5 December 2024

As at the date of this announcement, the Board of the Company comprises Yan Hao, Xu Hai Feng and Chen Chao, as executive directors; and Chen Xin Ge, as a non-executive director.

* *For identification purpose only*