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## **JIANDE INTERNATIONAL HOLDINGS LIMITED**

### **建德國際控股有限公司**

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

**(Stock Code: 865)**

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

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

The board (the “**Board**”) of directors (the “**Director**”) of Jiande International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) announces that Mr. Zhang Senquan (“**Mr. Zhang**”) has tendered his resignation as an independent non-executive Director with effect from 6 December 2024 for the reason that he wishes to spend more time on his other commitments. Upon Mr. Zhang’s resignation, he also ceased to be a chairperson of the audit committee (the “**Audit Committee**”) of the Company, and a member of each of the nomination committee (the “**Nomination Committee**”) and remuneration committee (the “**Remuneration Committee**”) of the Company.

Mr. Zhang has confirmed that there is no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board further announces that with effect from 6 December 2024, Ms. Zhu Aiping (“**Ms. Zhu**”) has been appointed as an independent non-executive Director and the chairperson of the Audit Committee.

The biographical information of Ms. Zhu is set out as below:

Ms. Zhu Aiping, aged 52, has been engaged in teaching and research at Jimei University since August 1994. She obtained a doctorate degree in management (accounting) from Xiamen University in June 2010 and is currently an associate professor and a supervisor of master’s programmes in the Finance and Economics College of Jimei University. Ms. Zhu is also a certified public accountant in China. She is currently an independent director of Goldenhome Living Co., Ltd., the shares of which are listed on the Shanghai Stock Exchange (stock code: 603180SH).

Pursuant to the letter of appointment between Ms. Zhu and the Company, the term of service of Ms. Zhu shall be three years commencing from 6 December 2024, which is renewable automatically for successive terms of three years after expiry of the term of appointment, unless terminated by not less than one month’s notice in writing served by either party and

is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Ms. Zhu is entitled to a Director's fee of HK\$120,000 per annum for acting as the independent non-executive Director, which is determined with reference to her duties and responsibilities within the Company, the Company's remuneration policy and the market salary range for the position.

Ms. Zhu has confirmed that (i) she has satisfied all the criteria for independence as set out in Rule 3.13(1) to 3.13(8) of the Rules Governing the Listing Securities on the Stock Exchange (the "**Listing Rules**"); (ii) she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, as at the date of this announcement, Ms. Zhu (i) does not hold any other positions with the Company and its subsidiaries; (ii) has not held any other directorships in listed public companies in Hong Kong or overseas for the last three years; (iii) has not held other major appointments and professional qualifications; (iv) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company; and (v) is not interested in and does not hold any shares of the Company or underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, the Board is not aware of any other matters that need to be brought to the attention of the shareholders of the Company in respect of the appointment of Ms. Zhu and does not have any information which is required to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

## **CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

The Board announces that with effect from 6 December 2024, Mr. Yang Quan, an independent non-executive Director, has been appointed as a member of each of the Nomination Committee and Remuneration Committee.

The Board would like to take this opportunity to welcome Ms. Zhu and express its sincere gratitude and appreciation to Mr. Zhang for his valuable contributions to the Group during his tenure of office.

By order of the Board  
**Jiande International Holdings Limited**  
**Shie Tak Chung**  
*Chairman*

Hong Kong, 6 December 2024

*As at the date of this announcement, the executive Directors are Mr. Shie Tak Chung, Mr. Tsoi Kin Sze and Mr. Wu Zhisong and the independent non-executive Directors are Mr. Ma Sai Yam, Mr. Yang Quan and Ms. Zhu Aiping.*