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**China ITS (Holdings) Co., Ltd.**  
**中国智能交通系统(控股)有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1900)**

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

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The board (the “**Board**”) of Directors (the “**Directors**”) of China ITS (Holdings) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that (i) Mr. Ye Zhou has tendered his resignation as an independent non-executive Director with effect from 13 December 2024; and (ii) Mr. Wang Dong has tendered his resignation as an independent non-executive Director with effect from 13 December 2024, due to their focus on other business.

Each of Mr. Ye Zhou and Mr. Wang Dong has confirmed that he had no disagreement with the Board and there are no matters relating to his resignation from the above positions that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to extend its sincere gratitude to Mr. Ye Zhou and Mr. Wang Dong for their valuable contribution towards the Company during their tenure of office.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

Following the resignation of Mr. Ye Zhou and Mr. Wang Dong, the Board is pleased to announce that, with effect from 13 December 2024, each of Ms. Huang Jianling (“**Ms. Huang**”) and Mr. Lai Hongyi (“**Mr. Lai**”) is appointed as an independent non-executive Director.

The biographical details of Ms. Huang and Mr. Lai are set out below:

**Ms. Huang**, aged 61, is currently a doctoral supervisor at Beijing University of Technology and a silver-aged teacher at the College of Transportation of Nanning University in Guangxi.

Ms. Huang served as an assistant lecturer at Guangxi Normal University from 1984 to 1987. From 1990 to 1993, Ms. Huang served as a lecturer at the Department of Electronic Engineering of Beijing University of Technology. From 1993 to 2003, she served as a professorate senior engineer of Beijing Highway Bureau. From 2003 to 2021, Ms. Huang served as the deputy director and director of Beijing Transportation Center successively, during which she also served as the director of Transportation Operations Coordination Center of Beijing (TOCC) from 2011 to 2016. From 2021 to 2023, Ms. Huang served as a professorate senior engineer of Beijing Intelligent Transportation Development Center (Beijing Motor Vehicle Control and Management Service Center) (北京市智慧交通發展中心(北京市機動車調控管理事務中心)).

In addition, Ms. Huang has been served as an independent director of Beijing Huifengrenhe Science and Technology Co.,Ltd. (stock code on National Equities Exchange and Quotations: 430249) since December 2023.

Ms. Huang graduated from Central China Normal University with a bachelor's degree in computational mathematics and later obtained a master's degree in applied mathematics from Tianjin University and a doctorate degree in highway and railway engineering from Beijing Jiaotong University.

Ms. Huang has over 30 years of experience in intelligent transportation, undertaking major research projects including the 11th, 12th, and 13th Five-Year Plans (the National Science and Technology Support Program of China), the 863 Program, the National Natural Science Foundation, and the Nuclear Takamoto (核高基). Ms. Huang has led the completion of more than 30 major construction projects, including those from TOCC, and has made a number of technological breakthroughs in real-time road conditions, ground transit, rail transit information service and other areas. She has proposed transportation data sensing, integration technology and operation monitoring and data service system, promoting the application of Internet of Things and Nuclear Takamoto technology in transportation. Ms. Huang was awarded the 2015 Beijing Advanced Worker (2015年度北京市先進工作者), and received numerous honors such as State Council Special Allowance Expert (國務院政府特殊津貼專家).

**Mr. Lai**, aged 62, is currently an executive director of Huanzhong Technology (Beijing) Limited (寰众科技(北京)有限公司).

Mr. Lai is a certified public accountant in the PRC and has extensive experience in accounting and finance. From 1984 to 1988, Mr. Lai was engaged in the governmental auditing of industrial and transportation enterprises in Beijing Municipal Audit Bureau. From 1989 to 1993, he served as the chief accountant of Beijing Heng Ping CPA Firm (北京衡平會計師事務所). From 1994 to 2014, he served as the deputy chief accountant at Beijing Zhong Hui CPA Firm (北京中惠會計師事務所), during which he went to Japan to work for Asahi Shinwa Accounting Firm (朝日新和會計社) for nearly two years. From 2014 to 2018, Mr. Lai served as a partner of Beijing Xingen Asset Management Company (北京鑫根資產管理公司).

Mr. Lai graduated from Capital University of Economics and Business with a bachelor's degree in finance and accounting.

Each of Ms. Huang and Mr. Lai has entered into a service contract with the Company with effect from 13 December 2024 for a term of three years, automatically renewable until terminated by not less than two months' notice in writing served by either party on the other, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company and the Rules governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). Under the service contract, the annual director service fee payable to each of Ms. Huang and Mr. Lai is RMB160,000 or equivalent Hong Kong dollars, provided that their remuneration shall be subject to review of the remuneration committee and revision by the Board, as authorised by the shareholders of the Company, from time to time.

As at the date of this announcement, save as disclosed above, each of Ms. Huang and Mr. Lai (a) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this announcement; (b) does not hold any other position with the Company and other members of the Group; (c) does not hold any other major appointments and professional qualifications; (d) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company; and (e) does not have any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Ms. Huang and Mr. Lai has confirmed (i) his/her independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that he/she 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 such term is defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointment.

Save as disclosed above, each of Ms. Huang and Mr. Lai confirmed that there is no other information which is discloseable pursuant to the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning him/her that need to be brought to the attention of the shareholders of the Company.

The Board would also like to take this opportunity to express its warmest welcome to Ms. Huang and Mr. Lai for their new appointment.

## CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following the resignation of Mr. Ye Zhou and Mr. Wang Dong and the appointment of Ms. Huang and Mr. Lai, the composition of the Board committees has changed with effect from 13 December 2024 as follows:

- (a) Mr. Ye Zhou ceased to be the chairman of the remuneration committee of the Board, a member of the nomination committee of the Board and a member of the audit committee of the Board;
- (b) Mr. Wang Dong ceased to be the chairman of the audit committee of the Board, a member of the remuneration committee of the Board and a member of the nomination committee of the Board;
- (c) Ms. Huang has been appointed as the chairman of the remuneration committee of the Board, a member of the nomination committee of the Board and a member of the audit committee of the Board; and
- (d) Mr. Lai has been appointed as the chairman of the audit committee of the Board, a member of the remuneration committee of the Board and a member of the nomination committee of the Board.

By order of the Board  
**China ITS (Holdings) Co., Ltd.**  
**Liao Jie**  
*Chairman*

Beijing, 13 December 2024

*As at the date of this announcement, the executive Directors are Mr. Liao Jie and Mr. Jiang Hailin, and the independent non-executive Directors are Mr. Zhou Jianmin, Ms. Huang Jianling and Mr. Lai Hongyi.*

\* *For identification purpose only*