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**Xinming China Holdings Limited**

**新明中國控股有限公司**

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

**(Stock Code: 02699)**

## **APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER**

**Independent Financial Adviser to  
the Independent Board Committee and the Independent Shareholders**

**AmCap**  
*Ample Capital Limited*  
**豐盛融資有限公司**

Reference is made to the announcement of Xinming China Holdings Limited (the “**Company**”) dated 6 December 2024 in relation to, among others, the proposed Capital Reorganisation and the proposed Rights and the transactions contemplated thereunder (the “**Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that on 17 December 2024, Ample Capital Limited, a corporation licensed by the SFC to carry out type 6 (advising on corporate finance) regulated activities under the SFO, has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders as to whether the terms of the Rights Issue are fair and reasonable. The appointment of the Independent Financial Adviser has been approved by the Independent Board Committee.

The letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, and the letter of recommendation from the Independent Board Committee to the Independent Shareholders in relation to the Rights Issue will be included in the circular, which is expected to be despatched by the Company to the Shareholders on or before Monday, 23 December 2024.

By order of the Board  
**Xinming China Holdings Limited**  
**Cao Zhiqiang**  
*Executive Director*

Hong Kong, 17 December 2024

*As at the date of this announcement, the executive Directors are Mr. Chen Chengshou, Mr. Feng Cizhao, Mr. Cao Zhiqiang and Mr. Zhou Fenli; the non-executive Directors are Ms. Gao Qiaoqin, Mr. Choi Clifford Wai Hong and Mr. Zhou Zhencun; and the independent non-executive Directors are Mr. Khor Khie Liem Alex, Mr. Chiu Kung Chak, Ms. Huang Chunlian and Ms. Lee Yin Man.*