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

**(Stock code: 228)**

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

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

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Energy Development Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Cheng Chun Ying (“**Mr. Cheng**”) has resigned as independent non-executive Director, chairman of remuneration committee of the Company (the “**Remuneration Committee**”), chairman of nomination committee of the Company (the “**Nomination Committee**”) and member of audit committee of the Company (the “**Audit Committee**”) with effect from 20 December 2024 as he would like to devote more time to his other personal commitments.

Mr. Cheng has confirmed that he has no disagreement with the Company and there is no matter in relation to his resignation which needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or the shareholders of the Company (the “**Shareholders**”).

Taking this opportunity, the Board would like to express its appreciation and gratitude to Mr. Cheng for his contribution and service to the Company during his tenure of office.

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

The Board is pleased to announce that, following the resignation of Mr. Cheng, Ms. Chin Ying Ying (錢盈盈) (“**Ms. Chin**”) has been appointed as an independent non-executive Director, a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from 20 December 2024.

\* *For identification purposes only*

## **Biographical Details of Ms. Chin**

Ms. Chin, aged 37, graduated from The Hong Kong Polytechnic University in 2009 with a Bachelor degree of Business Administration in Accountancy with First-class Honours. She is a fellow member of the Hong Kong Institute of Certified Public Accountants and a Certified Internal Auditor of The Institute of Internal Auditors. She is also a Certified Environmental, Social and Governance Analyst awarded by the European Federation of Financial Analyst Societies.

Ms. Chin has more than 15 years experiences in accounting, internal audit and corporate secretarial related matters. She has been a director of PBP Limited (必信商業夥伴有限公司), a licensed Trust or Company Service Provider (TCSP), since June 2023. She is also the company secretary of DL Holdings Group Limited (德林控股集團有限公司) (stock code: 1709), Summi (Group) Holdings Limited (森美(集團)控股有限公司) (stock code: 756) and Solis Holdings Limited (守益控股有限公司) (stock code: 2227).

Ms. Chin worked in Roma (meta) Group Limited (羅馬(元宇宙)集團有限公司) (stock code: 8072) as the head of strategy and corporate planning and internal auditor from November 2021 to March 2023 and February 2017 to October 2021 respectively.

Ms. Chin has entered into a letter of appointment with the Company for her appointment as an independent non-executive Director for a term of three years commencing on 20 December 2024, subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Company's articles of association. Such letter of appointment may be terminated by service of not less than three months' notice in writing by either party. In respect of her service to the Company as an independent non-executive Director, Ms. Chin is entitled to a Director's fee of HK\$10,000 per annum which was determined by the Board based on the recommendation from the Remuneration Committee with reference to the Company's performance, her duties and responsibilities with the Company, her time commitment and contributions to the Company and the prevailing market conditions.

Save as disclosed above and as at the date of this announcement, Ms. Chin (i) does not hold any directorship in any other listed public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years preceding the date of her appointment; (ii) does not have any other major appointments and professional qualifications; (iii) does not hold any other position with the Company or other members of the Group; (iv) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; and (v) does not have or is not deemed to have any interests or short positions in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Chin has confirmed that (i) she has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of 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 under 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 and as at the date of this announcement, to the best knowledge of the Board, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Ms. Chin that need to be brought to the attention of the Shareholders and the Stock Exchange

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

The Board also announces that with effect from 20 December 2024, Mr. Liu Wenxuan and Mr. Lee Man Tai have been appointed as the chairman of the Nomination Committee and Remuneration Committee respectively.

The Board would like to extend a warm welcome to Ms. Chin for joining the Board.

By order of the Board of  
**China Energy Development Holdings Limited**  
**Liu Wenxuan**  
*Chairman and Executive Director*

Hong Kong, 20 December 2024

*As at the date of this announcement, the Board comprises Mr. Liu Wenxuan (Chairman of the Board) and Mr. Liu Dong (Chief Executive Officer) as executive Directors; Mr. Yan Danhua and Mr. Chen Jianxin as non-executive Directors and Mr. Zhang Zhenming, Mr. Lee Man Tai and Ms. Chin Ying Ying as independent non-executive Directors.*