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## **ASIAN CITRUS HOLDINGS LIMITED**

**亞洲果業控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 73)**

- (1) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of Asian Citrus Holdings Limited (the “**Company**”) hereby announces the following changes in directorship and composition of the board committees with effect from the conclusion of the annual general meeting of the Company held on 30 December 2024 (“**AGM**”).

### **(1) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Ms. Liu Jie (“**Ms. Liu**”), an independent non-executive director of the Company, has decided not to seek for re-election at the AGM as she wishes to pursue her other personal business development. Following her retirement, Ms. Liu ceased to be a member of each of the nomination committee (the “**Nomination Committee**”), the audit committee (the “**Audit Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 30 December 2024.

Ms. Liu has confirmed that she has no disagreement with the Board and there are no matters relating to her retirement that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Liu for her contributions to the Company during her tenure of services.

\* For identification purpose only

## (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Zhuang Canbin (“**Mr. Zhuang**”) has been appointed as an independent non-executive Director of the Company with effect from 30 December 2024. The biographical details of Mr. Zhuang are set out below:

Mr. Zhuang, aged 30, graduated with a bachelor’s degree in finance from Shenzhen University in the People’s Republic of China (the “**PRC**”) in 2015. He has substantive management and investment experience in blockchain technology and cryptocurrency industries. From June 2020 to August 2024, Mr. Zhuang was working in and acted as the manager of the investment department of Shenzhen Aladdin Cloud Computing Technology Company Limited\* (深圳阿拉丁雲計算技術有限公司), a company principally engaged in the sale, marketing, hosting and maintenance services for cryptocurrency mining machines. Since August 2024, Mr. Zhuang has been serving as the manager of the investment department of Shenzhen Champion Cloud Technology Company Limited\* (深圳華冠智雲科技有限公司), which engages in artificial intelligence, blockchain technology and cryptocurrency mining investment projects.

Save as disclosed above, as at the date of this announcement, Mr. Zhuang does not hold any directorship in other listed public companies in Hong Kong or overseas in the last three years immediately preceding the date of this announcement, or any other major appointments or professional qualifications, or any other positions with the Company or any of its subsidiaries.

As at the date of this announcement, Mr. Zhuang does not have any relationships with any directors, senior management, substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) or controlling shareholders (as defined under the Listing Rules) of the Company. He does not have any interests in the shares and underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Zhuang has entered into a letter of appointment with the Company pursuant to which he agreed to act as an independent non-executive director for a term of 3 years commencing from 30 December 2024. However, he will be subject to rotational retirement and re-election requirements at annual general meetings pursuant to the bye-laws of the Company. Pursuant to the letter of appointment, he is entitled to a director’s fee of HK\$120,000 per annum. The emoluments of Mr. Zhuang have been reviewed by the remuneration committee of the Company and determined by the Board after taking into account the prevailing market situation and his duties and responsibilities within the Company.

Mr. Zhuang confirmed that (i) he met the independence criteria as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he 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 defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

In addition, there is no other matter that needs to be brought to the attention of the shareholders of the Company nor any information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Zhuang for joining the Board.

### **(3) CHANGES IN THE COMPOSITION OF THE BOARD COMMITTEES**

The Board announces that upon the retirement of Ms. Liu as an independent non-executive Director becoming effective on 30 December 2024, Mr. Zhuang will act as a member of the Nomination Committee, Audit Committee and Remuneration Committee with effect from 30 December 2024.

By order of the Board  
**Asian Citrus Holdings Limited**  
**Li Ziyang**  
*Chairman*

Hong Kong, 30 December 2024

*As at the date of this announcement, the Board comprises one executive Director, namely Ms. Li Ziyang (Chairman); one non-executive Director, namely Mr. James Francis Bittl; and three independent non-executive Directors, namely Mr. Liu Ruiqiang, Mr. Wang Tianshi and Mr. Zhuang Canbin.*

\* *For identification purpose only*