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## **XJ International Holdings Co., Ltd.**

### **希教國際控股有限公司**

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

**(Stock Code: 1765)**

- (1) CHANGE OF NON-EXECUTIVE DIRECTORS;**
- (2) CHANGE OF CHIEF FINANCIAL OFFICER AND CHIEF INVESTMENT OFFICER;**
- (3) RESIGNATION OF JOINT COMPANY SECRETARY; AND**
- (4) CHANGE OF AUTHORIZED REPRESENTATIVE**

The board (the “**Board**”) of directors (each a “**Director**”) of XJ International Holdings Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following changes with effect from 23 January 2025.

#### **CHANGE OF NON-EXECUTIVE DIRECTORS**

Mr. Li Tao (“**Mr. Li**”) has resigned as a non-executive Director, a member of the Audit Committee, a member of the Strategy and Development Committee and an authorized representative (the “**Authorized Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 23 January 2025 due to change in work arrangement.

Mr. Li has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Li for his valuable contributions to the Company during his tenure of office.

Mr. Wang Xiaowu (“**Mr. Wang**”) has been appointed as a non-executive Director, a member of the Audit Committee and a member of the Strategy and Development Committee of the Company with effect from 23 January 2025. The brief biographical details of Mr. Wang are set out below:

Mr. Wang, aged 26, has been the head of overseas school projects department of Sichuan Hope Education Industry Group Limited (四川希望教育產業集團有限公司) since September 2023, and is fully responsible for inter-school cooperation and school-enterprise cooperation for overseas schools. He served as the head of overseas school department of INTI International University of Malaysia from February 2021 to February 2022, and was mainly responsible for inter-school cooperation and school-enterprise cooperation for all schools of INTI University in Australia. Mr. Wang and Mr. Wang Huiwu, an executive Director and the chief executive officer of the Company, are related as son and father, while Mr. Wang and Ms. Wang Xiu, an executive Director of the Company, are related as cousins.

Mr. Wang received his bachelor’s degree in commerce from the Australian National University in November 2022, and received his master’s degree in commerce from the University of New South Wales in August 2023.

Mr. Wang has entered into a service agreement with the Company for a term of three years commencing on 23 January 2025, and will be subject to retirement by rotation and re-election at the first annual general meeting of the Company after his appointment pursuant to the Listing Rules, the articles of association of the Company and other applicable regulations and laws, until either Mr. Wang or the Company issues a notice in writing to the other party or pursuant to other terms in the service agreement for termination of service. The remuneration of Mr. Wang will be determined by the Board with reference to his duties and responsibilities in the Group. The Company will disclose details of his remuneration in the annual report.

After making all reasonable enquiries by the Board and save as disclosed above, as at the date of this announcement, Mr. Wang has confirmed that he does not (i) hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this announcement; (ii) hold any other major appointments or professional qualifications, or any other positions with the Company or other members of the Group; and (iii) have any relationship with any Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Wang does not have, and is not deemed to have, any interests or short positions in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, to the best of the knowledge, information and belief of the Directors and having made all reasonable enquiries, there are no other matters relating to the appointment of Mr. Wang which need to be brought to the attention of the shareholders of the Company, and there is no other information concerning Mr. Wang that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Wang for joining the Board.

## **CHANGE OF CHIEF FINANCIAL OFFICER AND CHIEF INVESTMENT OFFICER**

Mr. Yuan Junmin (“**Mr. Yuan**”) has resigned as the chief financial officer of the Company with effect from 23 January 2025 due to change in work arrangement.

Mr. Yuan has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

Upon the resignation of Mr. Yuan, Mr. Yang Wen (“**Mr. Yang**”) has been appointed as the chief financial officer of the Company with effect from 23 January 2025.

Mr. Yang has resigned as the chief investment officer of the Company due to change in work arrangement, and Mr. Tan Li (“**Mr. Tan**”) has been appointed to replace Mr. Yang as the chief investment officer of the Company, with effect from 23 January 2025.

The brief biographical details of Mr. Yang are set out below:

Mr. Yang, aged 41, has joined the Company since December 2024. From August 2006 to November 2008, Mr. Yang served as an auditor in the audit department of KPMG Huazhen LLP in Beijing and an assistant audit manager in the audit department of KPMG Advisory (China) Limited, Chengdu Branch. From January 2009 to July 2009, Mr. Yang served as a manager of internal audit department of Sime Darby Berhad in greater China. From August 2009 to December 2016, Mr. Yang worked at Honghua Group Co., Ltd. (宏華集團有限公司) (Stock Code: 00196), a company listed on the Stock Exchange, where he served on various positions such as the assistant to the chief financial officer of the group and the group senior finance manager. From January 2017 to December 2020, Mr. Yang served as a chief financial officer of the proposed listing segment of USUNHOME Group Co., Ltd.\* (域上和美集團有限公司). From April 2021 to November 2024, he served as an executive director, chief financial officer as well as the deputy head of the financial management center in Desun Real Estate Investment Services Group Co., Ltd. (Stock Code: 02270), a company listed on the Stock Exchange, and was responsible for the overall financial matters of the company. He served as the chief investment officer of the Company from December 2024 to 22 January 2025.

Mr. Yang obtained his bachelor's degree in accounting management and minor in transportation and logistics economics from the University of International Business and Economics. Mr. Yang is a member of The Chinese Institute of Certified Public Accountants and holds the qualification certificate for serving as the secretary to the board of directors issued by the Shenzhen Stock Exchange.

The brief biographical details of Mr. Tan are set out below:

Mr. Tan, aged 42, graduated with a bachelor's degree in economics (insurance) and a bachelor's degree in finance (finance) from Southwestern University of Finance and Economics in July 2004.

Mr. Tan has served as the director of capital markets of the Company since January 2025. From September 2018 to December 2024, he served as the head of finance at Stem Cell Technology Co., Ltd.\* (幹細胞技術有限公司). From June 2017 to July 2018, he served as deputy chief financial officer at Sichuan Xingguangyuan Film and Television Culture Communication Co., Ltd.\* (四川星光源影視文化傳播有限公司). From October 2010 to June 2017, he served as the financial controller, China region, at Source Photonics Co., Ltd.\* (索爾思光電有限公司). From December 2008 to October 2010, he served as the deputy director of the internal audit and risk control department at Honghua Group Limited (Stock Code: 00196), a company listed on the Stock Exchange. From October 2006 to December 2008, he worked at KPMG Advisory (China) Limited, Chengdu Branch as an assistant manager in the audit department and assurance department. From August 2004 to October 2006, he worked at PricewaterhouseCoopers Zhong Tian LLP as an auditor and senior auditor in the audit and assurance department.

Mr. Tan has been certified as a certified public accountant in Canada and a certified public accountant in Australia.

## **RESIGNATION OF JOINT COMPANY SECRETARY**

Mr. He Di (“**Mr. He**”) has resigned as a joint company secretary of the Company with effect from 23 January 2025 due to personal reasons.

Mr. He has confirmed that he has 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.

The Board would like to take this opportunity to express its sincere gratitude to Mr. He for his valuable contributions to the Company during his tenure of office.

Following Mr. He's resignation, another joint company secretary of the Company, Ms. Chan Yin Wah, will remain in office and act as the sole company secretary of the Company. Ms. Chan Yin Wah is a member of The Hong Kong Chartered Governance Institute and therefore satisfies the qualification of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. The Company will appoint a new joint company secretary as soon as practicable and make a further announcement in due course.

#### **CHANGE OF AUTHORIZED REPRESENTATIVE**

Mr. Wang Huiwu, an executive Director and the chief executive officer of the Company, has been appointed to replace Mr. Li as the Authorized Representative with effect from 23 January 2025.

By Order of the Board  
**XJ International Holdings Co., Ltd.**  
**Zhang Bing**  
*Chairman and non-executive Director*

Hong Kong, 23 January 2025

*As at the date of this announcement, the executive Directors of the Company are Mr. Deng Yi, Mr. Wang Huiwu and Ms. Wang Xiu; the non-executive Directors of the Company are Mr. Zhang Bing, Mr. Xu Changjun and Mr. Wang Xiaowu; and the independent non-executive Directors of the Company are Mr. Zhang Jin, Mr. Liu Zhonghui and Mr. Xiang Chuan.*

\* *for identification purpose only*