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JD Logistics, Inc.
京东物流股份有限公司

(A company incorporated in the Cayman Islands with limited liability)

(Stock Code: 2618)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN THE COMPOSITION OF THE AUDIT COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of JD Logistics, Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) is pleased to announce that with effect from February 14, 2025, Ms. Christina Gaw (吳燕安) (“**Ms. Gaw**”) has been appointed as an independent non-executive Director and a member of the audit committee of the Board (the “**Audit Committee**”), and Dr. Lin Ye (葉林), an independent non-executive Director has resigned as a member of the Audit Committee.

The biographical details of Ms. Gaw are set out below:

Ms. Christina Gaw, aged 52, is a managing principal, global head of capital markets of Gaw Capital Partners and has over 30 years of experience in the capital markets field. She has served as a managing principal, global head of capital markets of Gaw Capital Partners since June 2008, a managing director, head of Asia Pacific capital introduction, prime brokerage services division of UBS Group AG from May 2002 to June 2008 and an executive director, senior regional sales, equities division of Goldman Sachs Asia L.L.C from January 1994 to May 2002. Ms. Gaw was a member of the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Ms. Gaw has been a Type 4 and Type 9 Hong Kong Securities and Futures Commission Licence holder since June 16, 2009 and July 7, 2020 respectively. She has also held a Capital Markets Services Licence for Fund Management awarded by the Monetary Authority of Singapore since May 8, 2020. Besides, Ms. Gaw has served as an independent non-executive director of CLP Holdings Limited (中電控股有限公司) (stock code of the Stock Exchange: 0002) since October 2020, and has served as an executive director of Pioneer Global Group Limited (建生國際集團有限公司) (stock code of the Stock Exchange: 0224) since 2014.

Further, Ms. Gaw is an Honorary Advisor of the Hong Kong PropTech Association (香港房地產科技協會) and a Committee Member of the Urban Land Institute Hong Kong CEO Forum (城市土地學會香港CEO論壇).

Ms. Gaw received her bachelor of science in business administration from University of San Francisco in December 1993.

Ms. Gaw has entered into an appointment letter with the Company for a term of three years commencing from February 14, 2025 and she will hold office until the next annual general meeting of the Company and will then be eligible for re-election at that meeting, and subject to retirement by rotation and re-election at least once every three years, in accordance with the memorandum and articles of association of the Company and the Corporate Governance Code contained in Appendix C1 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). According to the terms of Ms. Gaw’s appointment, Ms. Gaw is entitled to an annual director’s fee of RMB340,906 in cash and the equivalent of RMB250,000 of options and/or awards under the rules of the share option scheme or share award scheme adopted by the Company from time to time and subject to the applicable vesting conditions, and Ms. Gaw is entitled to the reimbursement of all reasonable out-of-pocket expenses incurred in relation to the discharge of her duties in connection with the business of the Company. The director’s remuneration package was recommended by the remuneration committee of the Company with reference to Ms. Gaw’s duties and responsibilities with the Company, the Company’s remuneration policy and the prevailing market conditions.

As at the date of this announcement, within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Ms. Gaw was interested in (i) 750,000 shares of the Company through Eternity Rich Investments Ltd., a company wholly-owned by Ms. Gaw and 80,000 shares of the Company directly held by Ms. Gaw, and (ii) 29,450 shares in JD Health International Inc. (stock codes of the Stock Exchange: 6618 (HKD counter) and 86618 (RMB counter)), an associated corporation of the Company, directly held by Ms. Gaw.

Save as disclosed above, as at the date of this announcement, Ms. Gaw has confirmed that she does not hold (i) any other position with the Company or other members of the Group; (ii) any directorship in any other public companies with securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications. Save as disclosed above, as at the date of this announcement, Ms. Gaw has confirmed that she does not have any relationship with any Director, senior management or substantial shareholder or controlling shareholders of the Company, or any interest 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. Gaw has confirmed that (i) she meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) 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 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, there is no other information that is required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders or the Stock Exchange relating to Ms. Gaw's appointment.

The Board would like to express its warmest welcome to Ms. Gaw on her appointment.

By order of the Board
JD Logistics, Inc.
Mr. Wei Hu
Executive Director

Hong Kong, February 14, 2025

As of the date of this announcement and following the above appointment of Director, the Board comprises Mr. Wei Hu as executive Director, Mr. Richard Qiangdong Liu as non-executive Director, and Ms. Nora Gu Yi Wu, Ms. Christina Gaw, Dr. Xiande Zhao, Mr. Yang Zhang and Dr. Lin Ye as independent non-executive Directors.