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## **China Industrial Securities International Financial Group Limited**

### **興證國際金融集團有限公司**

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

**(Stock Code: 6058)**

## **PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

### **PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Industrial Securities International Financial Group Limited (the “**Company**”, together with its subsidiaries, collectively, the “**Group**”) hereby announces that pursuant to the second amended and restated memorandum and articles of association of the Company (the “**Articles of Association**”), the Board proposed the appointment of Mr. Chan Ho Wing (“**Mr. Chan**”) and Ms. Du Li (“**Ms. Du**”) as independent non-executive directors of the Company (the “**Independent Non-executive Director(s)**”), respectively. The proposed appointment of Mr. Chan and Ms. Du as the Independent Non-executive Directors is subject to the consideration and approval by the shareholders of the Company (the “**Shareholders**”) by way of ordinary resolutions at the annual general meeting of the Company to be held on Friday, 16 May 2025 at 3:00 p.m. or its any adjournment (the “**AGM**”).

The biographical details of Mr. Chan are as follows:

Mr. Chan, aged 50, he was previously served as audit manager of KPMG, assistant deputy vice president of the financial department of BOC International Holdings Limited (a wholly-owned subsidiary of Bank of China, a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), stock code: 03988 and the Shanghai Stock Exchange (the “**SSE**”), stock code: 601988), executive director of the financial control department of China International Capital Corporation (International) Limited (a wholly-owned subsidiary of China International Capital Corporation Limited\*, a company listed on the Stock Exchange, stock code: 03908 and the SSE, stock code: 601995), director of financial control of CITIC Pacific Limited (a wholly-owned subsidiary of CITIC Limited, a company listed on the Stock Exchange, stock code: 00267), and non-independent director of Nanjing Iron and Steel Co., Ltd.\* (a company listed on the SSE, stock code: 600282). Mr. Chan has over 20 years of experience in the financial services industry.

Mr. Chan obtained a bachelor degree in Business Administration in Accounting and Finance from The University of Hong Kong in December 1997, and obtained a master degree in Professional Accounting from The Hong Kong Polytechnic University in October 2008. He is a certified public accountant of Hong Kong Institute of Certified Public Accountants and a member of the Association of Chartered Certified Accountants.

As at the date of this announcement, Mr. Chan had entered into a service contract with the Company for a term of three years commencing from the date of approval at the AGM and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Chan will entitle to receive remuneration of HK\$300,000 per annum. Such remuneration will be determined annually by the remuneration committee of the Company by reference to his relevant experience, responsibilities, workload and time devoted to the Group, performance of the Group and the Company's remuneration policy.

As at the date of this announcement, Mr. Chan does not have 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).

Save as disclosed in this announcement, Mr. Chan has not held any other positions in the Company and the Group nor any directorship in other listed public companies in the past three years.

Save as disclosed in this announcement, Mr. Chan has no other relationship with any directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") of the Company.

Mr. Chan has confirmed his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules. He has also confirmed that 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 in the Listing Rules) of the Company, and that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Chan as an independent non-executive Director.

The biographical details of Ms. Du are as follows:

Ms. Du, aged 52, she has work at Fudan University since 1996, and successively served as teaching assistant, lecturer, associate professor, deputy head and executive deputy head of the department of public economics at school of economics of Fudan University. Ms. Du is currently a professor and a doctoral advisor of school of economics of Fudan University. Ms. Du also serves as a member of the sub-committee of evaluation for bachelor of economics of Fudan University, academic director of master of taxation program, and executive director of center for public economy research. Ms. Du's primary research areas include public finance, taxation, and finance, with over 25 years of research experience in finance-related fields.

Ms. Du obtained a bachelor degree in economics in international finance, from Fudan University in July 1993, and obtained a master degree in economics in international finance from Fudan University in July 1996 and a doctor degree in economics in finance from Fudan University in July 2002.

As at the date of this announcement, Ms. Du had entered into a service contract with the Company for a term of three years commencing from the date of approval at the AGM and is subject to retirement by rotation and re-election in accordance with the Articles of Association. Ms. Du will entitle to receive remuneration of HK\$270,000 per annum. Such remuneration will be determined annually by the remuneration committee of the Company by reference to her relevant experience, responsibilities, workload and time devoted to the Group, performance of the Group and the Company's remuneration policy.

As at the date of this announcement, Ms. Du does not have 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).

Save as disclosed in this announcement, Ms. Du has not held any other positions in the Company and the Group nor any directorship in other listed public companies in the past three years.

Save as disclosed in this announcement, Ms. Du has no other relationship with any directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

Ms. Du has confirmed her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules. She has also confirmed that 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 in the Listing Rules) of the Company, and that there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Ms. Du as an independent non-executive Director.

A circular containing, among others, details relating to the proposed appointment of the Independent Non-executive Directors together with the notice convening the AGM, will be published on the websites of the Stock Exchange and the Company in due course in accordance with the Listing Rules. Hard copies will be despatched to the Shareholders upon request.

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

The Board further announces that, that Ms. Hong Ying (“**Ms. Hong**”) and Mr. Qin Shuo (“**Mr. Qin**”) have tendered their resignation as Independent non-executive Directors with effect from 16 May 2025 as they have served as Independent non-executive Directors will soon reach nine years.

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

The Board further announces that with effect from 16 May 2025, Ms. Hong will cease to act as the chairlady of the audit committee under the Board, and Mr. Qin will cease to act as a member of each of the nomination committee and the remuneration committee under the Board. Upon approval on the appointment of Mr. Chan and Ms. Du as Independent Non-executive Directors at the AGM, Mr. Chan will succeed Ms. Hong as the chairman of the audit committee under the Board, and Ms. Du will succeed Mr. Qin as a member of each of the nomination committee and the remuneration

committee under the Board, with effect from the date of AGM (i.e. 16 May 2025).

Ms. Hong and Mr. Qin have confirmed that they have no disagreement with the Board and there is no other matter relating to their resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Ms. Hong and Mr. Qin for their invaluable contributions to the Company during their tenure of office.

By Order of the Board  
**China Industrial Securities International Financial Group Limited**  
**Xiong Bo**  
*Chairman*

Hong Kong, 24 March 2025

*As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Xiong Bo (Chairman), one executive Director, namely Ms. Zhang Chunjuan, and three independent non-executive Directors, namely Ms. Hong Ying, Mr. Tian Li and Mr. Qin Shuo.*