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**SHANGHAI INTERNATIONAL
SHANGHAI GROWTH INVESTMENT LIMITED**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 770)

**CHANGE OF DIRECTORS,
CHANGE OF AUTHORISED REPRESENTATIVE AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that with effect from 25 March 2025:

1. Mr. ZHAO Tian has resigned as an Authorised Representative. He has also ceased to be a member of each of the Remuneration Committee and the Investment Committee. He would remain as an Executive Director;
2. Mr. LU Xuefang has resigned as a non-executive Director. He has also ceased to be a member of the Investment Committee;
3. Mr. CHING Jason has been appointed as a non-executive Director and an Authorised Representative. Additionally, he has been appointed as a member of each of the Remuneration Committee and the Investment Committee;
4. Mr. LAM Wai Tsin has been appointed as a non-executive Director. Additionally, he has been appointed as a member of the Investment Committee;
5. Mr. CHOI Tak Fai has been appointed as a member of the Investment Committee;
6. Mr. CHOW Wang has ceased to be a member of the Investment Committee;
7. Dr. HUA Min has been re-designated from the chairman of the Nomination Committee to a member of the Nomination Committee; and
8. Ms. LAU Mei Suet has been re-designated from a member of the Nomination Committee to the chairlady of the Nomination Committee.

RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai International Shanghai Growth Investment Limited (the “**Company**”) hereby announces that Mr. LU Xuefang (“**Mr. Lu**”) has resigned as a non-executive Director with effect from 25 March 2025 due to change of shareholder.

Mr. Lu has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation 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 gratitude to Mr. Lu for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that Mr. CHING Jason (“**Mr. Ching**”) and Mr. LAM Wai Tsin (“**Mr. Lam**”) has been appointed as non-executive Directors with effect from 25 March 2025.

The biography of Mr. Ching and Mr. Lam are set out as follows:

Mr. CHING Jason

Mr. Ching, aged 46, is a Chartered Financial Analyst (CFA) and a Financial Risk Manager (FRM). Mr. Ching has around 23 years of experience in the financial and real estate industries, specializing in asset management, property investment and financial analysis.

Since March 2019, Mr. Ching has been the director and chief executive officer of Eminence Asset Management (Asia) Limited (“**Eminence**”), where he has been serving as a responsible officer licensed to carry out type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “**SFO**”) since December 2019. He is responsible for overseeing Eminence’s overall operations, ensuring compliance with regulatory requirements, and developing business strategies. Additionally, Mr. Ching has been a director and shareholder of Embition Holdings Limited, a substantial shareholder of the Company, since October 2024. Prior to founding Eminence in March 2019, he had held senior position at Deutsche Bank AG, Hong Kong branch, as director of Asia Property, and served as an associate of Hong Kong/China Property at Merrill Lynch (Asia Pacific) Limited and a senior associate of strategy and research in Asia at ING Real Estate Investment Management. His experience includes financial modelling, asset allocation, capital raising, and investment advisory services.

Mr. Ching is a regular member of CFA Society Hong Kong (formerly known as “The Hong Kong Society of Financial Analysts”) and a member of the Real Estate Institute of New Zealand (REINZ). His expertise spans over property valuation, market research, and portfolio management, with a focus on Asia-Pacific markets.

Mr. Ching obtained a Bachelor of Commerce in Finance and a Bachelor of Property majoring in property valuation, investment, and management both from The University of Auckland in 1999. He also obtained a Professional Certificate in Electronic Commerce from The Open University of Hong Kong (currently known as “Hong Kong Metropolitan University”) in 2001.

Mr. Ching has entered into a service agreement with the Company in relation to appointment as a non-executive director of the Company for an indefinite term commencing on 25 March 2025. Notwithstanding the above, according to the articles of association of the Company (the “**Articles**”), Mr. Ching will hold office until the first annual general meeting of the Company after his appointment at which time he shall retire from office and shall be eligible for re-election at that meeting. Thereafter, Mr. Ching shall retire and shall be eligible for re-election at least once every three years in accordance with the Articles.

Mr. Ching is entitled to an annual director’s fee of HK\$240,000, which was determined by the Board with reference to the recommendation from the remuneration committee of the Board (the “**Remuneration Committee**”), having taken into account his duties, responsibilities, experience, prevailing market conditions, and the remuneration policy of the Company.

Save as disclosed in this announcement, Mr. Ching (i) has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (ii) does not hold any other position with the Company or any of its subsidiaries; and (iii) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) of the Company.

As at the date of this announcement, Mr. Ching is a substantial shareholder of the Company. Mr. Ching, through his wholly-owned company, Embition Holdings Limited, is interested in 1,884,792 shares of the Company, representing approximately 17.64% of the total number of issued shares of the Company. Save for the aforesaid, Mr. Ching does not have any other interests in the shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Ching as a non-executive Director that need to be brought to the attention of the shareholders of the Company, and there is no other information which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Lam Wai Tsin

Mr. Lam, aged 43, is a licensed person and a responsible officer licensed to carry out type 4 (advising on securities) and type 9 (asset management) regulated activities under the SFO. He has approximately 17 years of relevant experience in the financial industry, specializing in brokerage, asset management, and investment advisory services. Since April 2024, Mr. Lam has been a director and the type 4 and type 9 responsible officer of Zijing Asset Management Limited, a licensed corporation under the SFO to advise on securities, and provide asset management, and investment advisory services. Mr. Lam served as an independent non-executive director of China Financial Leasing Group Limited (stock code: 2312) from November 2020 to September 2023, a company listed on the Stock Exchange.

Mr. Lam obtained a Bachelor of Engineering in Civil and Environmental Engineering from The Hong Kong Polytechnic University in 2003 and a Master of Finance degree from The University of Hong Kong in 2007.

Mr. Lam has entered into a letter of appointment with the Company in relation to appointment as a non-executive director of the Company for an indefinite term commencing on 25 March 2025. Notwithstanding the above, according to the Articles, Mr. Lam will hold office until the first annual general meeting of the Company after his appointment at which time he shall retire from office and shall be eligible for re-election at that meeting. Thereafter, Mr. Lam shall retire and shall be eligible for re-election at least once every three years in accordance with the Articles.

Mr. Lam is entitled to an annual director's fee of HK\$120,000, which was determined by the Board with reference to the recommendation from the Remuneration Committee, having taken into account his duties, responsibilities, experience, prevailing market conditions, and the remuneration policy of the Company.

Save as disclosed in this announcement, Mr. Lam (i) has not held any directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (ii) does not hold any other position with the Company or any of its subsidiaries; and (iii) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Lam does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Lam as a non-executive Director that need to be brought to the attention of the shareholders of the Company, and there is no other information which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board warmly welcomes Mr. Ching and Mr. Lam to the Board.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board further announces that Mr. ZHAO Tian (“**Mr. Zhao**”) has resigned as an authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Listing Rules with effect from 25 March 2025.

The Board is pleased to announce that Mr. Ching, the newly appointed non-executive Director, has been appointed as an Authorised Representative to fill the vacancy arising from the resignation of Mr. Zhao with effect from 25 March 2025.

Following the abovementioned change, the Authorised Representatives are Mr. Ching, a non-executive Director, and Ms. CHEUNG Yuet Fan, the company secretary of the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that the composition of the Board committees has been changed as follows with effect from 25 March 2025:

1. Mr. Zhao has ceased to be a member of each of the Remuneration Committee and the Investment Committee (the “**Investment Committee**”) of the Board;
2. Mr. Lu has ceased to be a member of the Investment Committee;
3. Mr. Ching has been appointed as a member of each of the Remuneration Committee and the Investment Committee;
4. Mr. Lam has been appointed as a member of the Investment Committee;
5. Mr. CHOI Tak Fai has been appointed as a member of the Investment Committee;
6. Mr. CHOW Wang has ceased to be a member of the Investment Committee;

7. Dr. HUA Min has been re-designated from the chairman of the nomination committee of the Board (the “**Nomination Committee**”) to a member of the Nomination Committee; and
8. Ms. LAU Mei Suet (“**Ms. Lau**”) has been re-designated from a member of the Nomination Committee to the chairlady of the Nomination Committee.

Following the above changes:

- (i) The audit committee of the Board comprises independent non-executive Directors, namely, Ms. LAU Mei Suet (Chairlady), Dr. HUA Min and Mr. CHOI Tak Fai;
- (ii) The Nomination Committee comprises independent non-executive Directors, namely, Ms. LAU Mei Suet (Chairlady), Dr. HUA Min and Mr. CHOI Tak Fai;
- (iii) The Remuneration Committee comprises independent non-executive Directors, namely, Mr. CHOI Tak Fai (Chairman), Ms. LAU Mei Suet and Dr. HUA Min, and non-executive Director, namely, Mr. CHING Jason; and
- (iv) The Investment Committee comprises non-executive Directors, namely, Mr. CHING Jason and Mr. LAM Wai Tsin, and independent non-executive Director, namely, Mr. CHOI Tak Fai.

By Order of the Board
SHANGHAI INTERNATIONAL
SHANGHAI GROWTH INVESTMENT LIMITED
ZHAO Tian
Executive Director

Hong Kong, 25 March 2025

As at the date of this announcement, the Board comprises Mr. ZHAO Tian as executive Director; Mr. CHING Jason and Mr. LAM Wai Tsin as non-executive Directors; and Dr. HUA Min, Mr. CHOI Tak Fai and Ms. LAU Mei Suet as independent non-executive Directors.