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## **CHERISH SUNSHINE INTERNATIONAL LIMITED**

**承輝國際有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1094)**

### **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES**

The board (the “Board”) of directors (the “Directors”) of Cherish Sunshine International Limited (the “Company”, together with its subsidiaries, the “Group”) announces the followings:

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

The Board announces that Mr. Zhong Dengyu (“Mr. Zhong”) has resigned as an independent non-executive Director, the chairman of the audit committee of the Board (the “Audit Committee”), and a member of each of the remuneration committee (the “Remuneration Committee”) and the nomination committee of the Board (the “Nomination Committee”), with effect from 31 March 2025.

Mr. Zhong tendered his resignation as he would like to devote more time to his other business commitment. Mr. Zhong 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 or The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. He Zhi (“Mr. He”) has been appointed as an independent non-executive Director, the chairman of Audit Committee, and a member of each of the Remuneration Committee and Nomination Committee with effect from 31 March 2025. Set out below are the biographical details of Mr. He:

Mr. He Zhi, aged 53, graduated from Yangzhou University in 1995 with a bachelor’s degree in economics. Mr. He has been a certified public accountant, a certified public valuer and a registered tax agent in the PRC since 2001. From January 1998 to December 2020, Mr. He worked as a manager in Wuxi Anxin Accounting Firm (無錫安信會計師事務所) and Wuxi Baoguang Accounting Firm (無錫寶光會計師事務所), and worked as a partner in Wuxi Wende Zhixin United Accounting Firm (無錫文德智信聯合會計師事務所) and Wuxi Fangsheng Accounting Firm (無錫方盛會計師事務所). Since January 2021, Mr. He has worked as a partner in Jiangsu Sugang Accounting Firm (Wuxi branch) (江蘇蘇港會計師事務所無錫分所).

Mr. He has entered into a formal service contract with the Company as an independent non-executive Director for a term of three years commencing from 31 March 2025, subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the bye-laws of the Company. Mr. He is entitled to a monthly director's fee of HK\$10,000, which is determined by the Board with reference to his experience, duties and responsibilities in the Company as well as the current market conditions.

Save as disclosed above, Mr. He does not hold any other position with the Company or other members of the Group, or any other major appointment or professional qualification as at the date of this announcement. Mr. He does not hold any directorship in other publicly listed companies in Hong Kong or overseas in the last three years nor have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company and he does not have any interest in the listed securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance as at the date of this announcement.

Mr. He has confirmed that (i) he meets the criteria for independence as set out in Rule 3.13 (1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"); (ii) he has no past or present financial or other interest in the business of the Group 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.

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to the appointment of Mr. He, and there is no other information relating to Mr. He which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## **CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

As disclosed above, upon the resignation of Mr. Zhong with effect from 31 March 2025, he ceased to be the chairman of the Audit Committee, and a member of each of the Remuneration Committee and Nomination Committee. Mr. He will replace Mr. Zhong as the chairman of Audit Committee and a member of each of Remuneration Committee and Nomination Committee, with immediate effect.

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

By order of the Board  
**Cherish Sunshine International Limited**  
**Yang Hua**  
*Joint Chairman and Chief Executive*

Hong Kong, 31 March 2025

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yang Hua, Mr. Zhou Xiangtao and Mr. Sze Kam Shing, Alan; and three independent non-executive Directors, namely Mr. He Zhi, Ms. Deng Hua and Mr. Zhao Zhijiao.*