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Zhong Jia Guo Xin Holdings Company Limited

中加國信控股股份有限公司

(incorporated in Bermuda with limited liability)

(Stock Code: 899)

(1) APPOINTMENT OF NON-EXECUTIVE DIRECTOR; (2) CHANGE OF COMPOSITION OF BOARD COMMITTEE; (3) COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES AND (4) ADJUSTMENT OF DIRECTOR’S REMUNERATION

This is an announcement made by the board (the “**Board**”) of directors (the “**Directors**”) of Zhong Jia Guo Xin Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”)

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Jiang Xiaojun (姜曉鈞) (“**Ms. Jiang**”) has been appointed as a non-executive Director of the Company with effect from 15 September 2025.

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

Ms. Jiang Xiaojun, aged 56, has over 20 years of experience in mining industry management.

Ms. Jiang was an officer at Guizhou Duyun Power Plant* (貴州都勻發電廠) responsible for production management and administration management from August 1987 to May 2002. Ms. Jiang then served as a director of coal mining business at Xincheng (Group) Co., Ltd.* (鑫辰(集團)有限公司), a comprehensive company, integrating coal mining, coal storage, coal processing and coal logistics from November 2002 to August 2010. Ms. Jiang then served as a deputy general manager at Guangxi Huatai Mining Co., Ltd.* (廣西華泰礦業有限公司), a mining company owns 3 mines (containing copper, lead, nickel and zinc) from September 2010 to August 2023. Ms. Jiang then served as a business consultant for several companies.

Furthermore, since 2 April 2025, she has been a director of Shun Jie International Holdings Company Limited (舜捷國際控股有限公司), which is an indirect non-wholly owned subsidiary of the Company. Ms. Jiang is mainly responsible for advising on the aforesaid company business development matters.

Ms. Jiang graduated from Duyun Power Plant School for Children of Employees* (都勻發電廠子弟學

校), with senior high school diploma in July 1987.

As at the date of this announcement, Ms. Jiang has entered into a letter of appointment with the Company for an initial fixed term of three years commencing from 15 September 2025, which may be terminated by either party serving on the other not less than three months' written notice, subject to retirement by rotation and re-election at least once every three years in accordance with the articles of association of the Company and the Listing Rules. Ms. Jiang is entitled to an annual director's fee of HK\$156,000, which is determined by the Board based on the recommendation of the Remuneration Committee, with reference to his experience, duties and responsibilities in the Company as well as the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Ms. Jiang: (i) did not hold any position in the Company or other members of the Company; (ii) did not hold any directorship in any public companies, the securities of which are listed in Hong Kong or overseas, in the last three years preceding the date of this announcement; (iii) did not have any interest in any Shares or underlying Shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO (Chapter 571 of the Laws of Hong Kong); and (iv) was not connected and had no relationship with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)).

Save as disclosed above, there is no other information relating to Ms. Jiang's appointment which is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Ms. Jiang in joining the Company.

CHANGE OF COMPOSITION OF BOARD COMMITTEE

Ms. Jiang will be appointed as a member of the nomination committee of the Company with effect from 15 September 2025.

COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES

Pursuant to Rule 13.92 of the Listing Rules, the Stock Exchange will not consider diversity to be achieved for a single-gender board. Following the appointment of Ms. Jiang as a non-executive Director of the Company, the Company has complied with the requirement under Rule 13.92 of the Listing Rules regarding gender diversity of the Board.

ADJUSTMENT OF DIRECTOR'S REMUNERATION

The Board announces that, at the Board meeting convened on 15 September 2025, it was approved that the annual director's remuneration of executive Director Mr. Chan Wai Fung (“**Mr. Chan**”) and Mr. Li Xiao Ming (“**Mr. Li**”) will be adjusted from HK\$120,000 to HK\$240,000 per year and from

HK\$180,000 to HK\$240,000 per year respectively (the “**Remuneration Adjustment**”), with effect from 15 September 2025.

The purpose of the Remuneration Adjustment is to provide incentive to Mr. Chan and Mr. Li to strive for the continual development and expansion of the Group. The remuneration of Mr. Chan and Mr. Li is determined by reference to their respective qualification, experience and responsibilities with the Group and the Company’s remuneration policy, taking into account the prevailing market conditions. The Board considers that the Remuneration Adjustment is in the interests of the Company and its shareholders as a whole.

By order of the Board
Zhong Jia Guo Xin Holdings Company Limited
Chan Wai Fung
Executive Director & chief executive officer

Hong Kong, 15 September 2025

As at the date of this announcement, the Board consists of two executive Directors, Mr. Li Xiaoming and Mr. Chan Wai Fung; one non-executive Director, Ms. Jiang Xiaojun and two independent non-executive Directors, Dr. Liang Jinxiang and Mr. Wong Chun Peng Stewart.

**For identification purpose only*