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## **Standard Development Group Limited**

**標準發展集團有限公司**

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

**(Stock Code: 1867)**

### **(I) POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 30 SEPTEMBER 2025; (II) RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND (III) CHANGE OF BOARD COMMITTEE MEMBERS**

The board (the “**Board**”) of directors (the “**Directors**”) of Standard Development Group Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at 21/F, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong on Tuesday, 30 September 2025 at 10:00 a.m. (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 5 September 2025 (the “**AGM Notice**”) were duly passed as ordinary resolutions by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Circular.

Mr. Xu Jing, Dr. Su Lixin, Mr. Liang Rongjin and Dr. Yan Bing had attended the AGM either in person or by electronic means, while the other Directors were unable to attend the AGM due to their other commitments.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)		Total number of votes cast
		FOR	AGAINST	
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ <b>Directors</b> ”) and auditors of the Company for the year ended 31 March 2025.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
2.	To re-appoint Asian Alliance (HK) CPA Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
3.	(a) To re-elect Mr. Liu Zhancheng as executive Director;	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
	(b) To re-elect Mr. Xu Jing as executive Director;	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
	(c) To re-elect Dr. Su Lixin as an independent non-executive Director;	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
	(d) To appoint Mr. Zhao Changsheng as an independent non-executive Director; and	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
	(e) To appoint Mr. Tsui Siu Hung Raymond as an independent non-executive Director.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
4.	To authorise the board of Directors to fix the remuneration of the Directors.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
5.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the number of issued shares of the Company as at the date of passing this resolution.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
6.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the number of issued shares of the Company as at the date of passing this resolution.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	1,118,477,500 (100.00%)	0 (0.00%)	1,118,477,500

The full text of the Resolutions appears in the AGM Notice.

As more than 50% of the votes were cast in favour of resolutions no.1 to no.7, all the resolutions proposed at the AGM were duly passed by the Shareholders as ordinary resolutions.

As at the date of the AGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the AGM: 1,494,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

There was no restriction on any Shareholder casting votes on any of the Resolutions at the AGM.

Forvis Mazars CPA Limited, a qualified external accountant, acted as the scrutineer for the purpose of vote taking at the AGM.

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

As stated in the Circular, Mr. Liang Rongjin (“**Mr. Liang**”) and Dr. Yan Bing (“**Dr. Yan**”) have informed the Board that they would not offer themselves for re-election after considering their successive terms of service, the Stock Exchange’s independence requirements and their decision to devote more time to their personal affairs and accordingly retired as a Director upon the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Liang and Dr. Yan or any matter relating to their retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Liang and Dr. Yan for their valuable contribution to the Company during their tenure of office.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The appointments of Mr. Zhao Changsheng (“**Mr. Zhao**”) and Mr. Tsui Siu Hung Raymond (“**Mr. Tsui**”) as independent non-executive Directors were approved by the Shareholders at the AGM.

The biographical details of Mr. Zhao and Mr. Tsui are set out as below:

**Mr. Zhao Changsheng**, aged 41, possesses extensive experience in corporate finance, investment, and strategic development. Mr. Zhao has been serving as a director and a responsible officer of Draco Capital Limited, a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Cap 571) (the “**SFO**”) from 2020. From 2018 to 2020, he served as director of mergers and acquisitions at Sino Haijing Holdings Limited (subsequently known as Ming Lam Holdings Limited, a company the shares of which were listed on the Stock Exchange and subsequently delisted with effect from 2 November 2021 (stock code: 1106)). Mr. Zhao served as deputy manager of the strategic investment department at CITIC International Assets Management Limited from 2016 to 2017, and an international business development manager at Chanceton Capital Partners Limited from 2013 to 2016.

Mr. Zhao holds a Bachelor of Business Administration degree from Central Queensland University in Australia and a Master of Media and Governance degree from Keio University in Japan.

Mr. Zhao entered into an appointment letter with the Company for a term of one year with effect from 30 September 2025, pursuant to which he is subject to the requirements of retirement by rotation and re-election at annual general meeting in accordance with the articles of association of the Company. Mr. Zhao is entitled to director’s remuneration of HK\$10,000 per month, which was determined by the Board at the recommendation of the Remuneration Committee with reference to his duties and responsibilities with the Company, his experience and qualifications, the remuneration policy of the Company and the prevailing market conditions.

**Mr. Tsui Siu Hung Raymond**, aged 48, possesses more than 25 years of experience in finance, consulting, accounting, auditing and company secretarial matters. Currently, Mr. Tsui is a partner of Tsui & Partners CPA Limited, a Certified Public Accountants Firm practicing in Hong Kong. He is currently a fellow member of the Association of Chartered Certified Accountants and a fellow member (practicing) of the Hong Kong Institute of the Certified Public Accountants.

Mr. Tsui is or was the company secretary of the following companies the shares of which are listed on the Main Board or GEM of the Stock Exchange:

<b>Name of company</b>	<b>Stock code</b>	<b>Tenure of service</b>
China Health Group Limited	673	From March 2009 to present
Vongroup Limited	318	From February 2010 to July 2023
Guoen Holdings Limited	8121	From May 2015 to January 2024
Ocean One Holding Ltd.	8476	From October 2017 to present
Shi Shi Services Limited	8181	From October 2013 to April 2015

Mr. Tsui holds a Bachelor of Business Administration degree in Accounting from the Chinese University of Hong Kong.

Mr. Tsui entered into an appointment letter with the Company for a term of one year with effect from 30 September 2025, pursuant to which he is subject to the requirements of retirement by rotation and re-election at annual general meeting in accordance with the articles of association of the Company. Mr. Tsui is entitled to director's remuneration of HK\$10,000 per month, which was determined by the Board at the recommendation of the remuneration committee of the Board with reference to his duties and responsibilities with the Company, his experience and qualifications, the remuneration policy of the Company and the prevailing market conditions.

Each of Mr. Zhao and Mr. Tsui has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) 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 (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, as at the date of this announcement, each of Mr. Zhao and Mr. Tsui (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 within the Group; (iii) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO; and (iv) does not have any relationship with any Director, senior management, substantial shareholders or controlling shareholders of the Company.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules nor are there any other matters in relation to the appointments of Mr. Zhao and Mr. Tsui that need to be brought to the attention of the Shareholders.

## **CHANGE OF BOARD COMMITTEE MEMBERS**

Upon the retirement of Mr. Liang and Dr. Yan at the AGM, (i) Mr. Liang has ceased to be the chairman of the remuneration committee of the Board (the “**Remuneration Committee**”), and a member of the nomination committee of the Board (the “**Nomination Committee**”) and audit committee of the Board (the “**Audit Committee**”); and (ii) Dr. Yan has ceased to be a member of Audit Committee. With effect from the conclusion of the AGM, (i) Mr. Zhao has been appointed as the chairman of the Remuneration Committee and a member of both the Audit Committee and the Nomination Committee; and (ii) Mr. Tsui has been appointed as a member of the Audit Committee.

By Order of the Board  
**Standard Development Group Limited**  
**Liu Zhancheng**  
*Chairman and Executive Director*

Hong Kong, 30 September 2025

*As at the date of this announcement, and following the change of the Directors, the Board comprises Mr. Liu Zhancheng and Mr. Xu Jing as executive Directors; and Dr. Su Lixin, Mr. Zhao Changsheng and Mr. Tsui Siu Hung Raymond as independent non-executive Directors.*