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## **ORIENT OVERSEAS (INTERNATIONAL) LIMITED**

**東方海外(國際)有限公司\***

*(Incorporated in Bermuda with members' limited liability)*

**(Stock Code: 316)**

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

The board of directors (the "Board") of Orient Overseas (International) Limited (the "Company") announces that:

- (1) Mr. GU Jinshan has resigned as a Non-Executive Director of the Company and ceased as a member of the Nomination Committee and the Risk Committee of the Company in consideration of his age, all with effect from 10th December 2025; and
- (2) Mr. YU Fulin will be appointed as a Non-Executive Director and a member of the Nomination Committee and the Risk Committee of the Company, all with effect from 12th December 2025.

#### **RESIGNATION OF MR. GU JINSHAN**

The Board announces that Mr. Gu Jinshan has resigned as a Non-Executive Director of the Company and ceased as a member of the Nomination Committee and the Risk Committee of the Company in consideration of his age, all with effect from 10th December 2025.

Mr. Gu 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 express its sincere gratitude to Mr. Gu for his important contribution to the Company during his term of office.

#### **APPOINTMENT OF MR. YU FULIN**

The Board further announces that Mr. Yu Fulin will be appointed as a Non-Executive Director and a member of the Nomination Committee and the Risk Committee of the Company, all with effect from 12th December 2025.

Mr. Yu Fulin, aged 58, holds a Bachelor of Engineering degree in Engineering Mechanics from Tongji University, and is a senior engineer. He is currently the Party Secretary of Shanghai International Port (Group) Co., Ltd. (a company listed in Shanghai).

Mr. Yu has successively served as Deputy Director of the Engineering Construction Division of the Shanghai Municipal Commission of Housing and Urban-Rural Development, and then Deputy Director and Director of the Engineering Construction Division of the Shanghai Municipal Commission of Construction and Transportation, Deputy Director of the Shanghai Municipal Major Projects Office, and Director of the Shanghai Municipal Commendation and Competition Office, Director of the Engineering Construction Division of the Shanghai Municipal Commission of Urban-Rural Development and Transportation, Deputy Director-General of the Shanghai Municipal Bureau of Housing Security and Housing Administration, Deputy Director of the Shanghai Municipal Commission of Housing and Urban-Rural Development, Deputy Director of the Shanghai Municipal Commission of Transport, and concurrently served as Director-General and Party Secretary of the Shanghai Municipal Road Transport Administration Bureau, Deputy Party Secretary of the Working Committee of the Shanghai Municipal Commission of Urban Construction and Transportation, Director and Secretary of the Party Leadership Group of the Shanghai Municipal Commission of Transport. Mr. Yu is currently a member of the 12th Shanghai Municipal Committee and a member of the 12th Shanghai Congress of the Communist Party of China.

Mr. Yu has entered into a letter of appointment with the Company as a Non-Executive Director of the Company, for a term of 3 years with effect from 12th December 2025, unless either party gives 6 months' written notice to the other to terminate the appointment before expiry of the term. Mr. Yu shall hold office until the next annual general meeting of the Company and shall be eligible for re-election at that meeting, and is subject to retirement by rotation and re-election at any subsequent annual general meeting of the Company in accordance with the Bye-Laws of the Company. Mr. Yu does not have a service contract with the Company.

As a Non-Executive Director and a member of the Nomination Committee and the Risk Committee of the Company, Mr. Yu is entitled to receive director's emoluments in the total amount of HK\$350,000 per annum, as recommended by the Remuneration Committee of the Company with reference to his skills, knowledge, qualification, experience and responsibilities and approved by the Board. His remuneration is subject to annual review by the Remuneration Committee of the Company and approval of the Board pursuant to the power granted by the shareholders at the annual general meetings of the Company. Mr. Yu has decided to waive all the above-mentioned director's emoluments.

Save as disclosed above, Mr. Yu (i) does not, and did not in the last 3 years, hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other position with the Company and its subsidiaries; and (iii) does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company. As at the date of this announcement, Mr. Yu does not have any interest in the ordinary 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 above, there is no other information relating to the appointment of Mr. Yu required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Yu for joining the Board.

By order of the Board  
**Orient Overseas (International) Limited**  
**XIAO Junguang**  
*Company Secretary*

Hong Kong, 11th December 2025

As at the date of this announcement, the Directors of the Company are:

Executive Directors:	Mr. WAN Min, Mr. ZHANG Feng and Mr. TAO Weidong
Non-Executive Directors:	Mr. TUNG Lieh Cheung Andrew, Ms. WANG Dan and Mr. IP Sing Chi
Independent Non-Executive Directors:	Mr. CHOW Philip Yiu Wah, Dr. CHUNG Shui Ming Timpson, Mr. YANG Liang Yee Philip, Ms. CHEN Ying, Mr. SO Gregory Kam Leung and Mr. CHEN Hong

\* *For identification purpose only*