中海物業
CHINA OVERSEAS PROPERTY

CHINA OVERSEAS PROPERTY HOLDINGS LIMITED
中海物業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

（Stock Code: 2669）

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND BOARD COMMITTEES MEMBER

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The board of directors (the "**Board**") of China Overseas Property Holdings Limited (the "**Company**") is pleased to announces that, with effect from 1 Feburary 2026, Mr. Tsoi Wing Sing ("**Mr. Tsoi**") will be appointed as independent non-executive director, the chairman of the remuneration committee and a member of the audit committee, the nomination committee and the sustainability steering committee of the Company.

Mr. Tsoi, aged 63, holds an Honorary Doctorate degree in Business Administration from California International University. He is currently a controlling shareholder, an executive director and the chairman of the board and the chairman of the nomination committee of Star Shine Holdings Group Limited (Stock Code: 1440, listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**")), an independent non-executive director, the chairman of the nomination committee, a member of the audit committee and the remuneration and appraisal committee of Hisense Home Appliances Group Co., Ltd. (Stock Code: 921, listed on the Main Board of the Stock Exchange; Stock Code: 000921, listed on Shenzhen stock exchange) as well as a director of Calson Industrial International Company Limited and 常州啟辰投資有限公司, both engaged in property related businesses. Mr. Tsoi is also presently a member of the Election Committee of the Hong Kong Special Administrative Region ("**HKSAR**"), a standing committee of the Hunan Provincial Committee of the Chinese People's Political Consultative Conference ("**CPPCC**") Hong Kong convener (中國人民政治協商會議湖南省委員會常委香港區召集人), a deputy vice-chairman of the Hong Kong Provincial CPPCC Member Association (港區省級政協委員聯誼會常務副會長), a school supervisor of TWGHs Tsoi Wing Sing Primary School, a founding deputy vice president of Hong Kong Poverty Alleviation Association Limited, a deputy chairman of Hong Kong Volunteers Federation, a deputy vice chairman of The Hong Kong Island Federation, also and an expert of Silk Road Planning Research Center. He was awarded the World Outstanding Chinese Award in 2009 by World Chinese Business Investment Foundation and the Bronze Bauhinia Star in 2020 by the Government of the HKSAR and appointed as a Justice of the Peace in 2025. Mr. Tsoi was the chairman of Tung Wah Group of Hospitals, a director of Calson Investment Limited and 常州啟發鞋業有限公司as well as a supervisor of 莆田啟明鞋業有限公司.

Save as disclosed herein, Mr. Tsoi has not held any directorship in any other listed companies in the past three years and does not have any relationship with any directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company.

As at the date of this announcement, Mr. Tsoi does not have, and is not deemed to have, any interest in the shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Tsoi has entered into a letter of appointment of independent non-executive director with the Company and it can be terminated by either party giving to the other not less than three months' prior written notice. Mr. Tsoi is not appointed for a specific term of office. He will be subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the amended and restated articles of association of the Company. The director's remuneration for Mr. Tsoi is HK$400,000 per annum, such amount being determined by the Board with reference to the relevant time commitment required and the size and complexity of the Company and its subsidiaries and benchmarked against a peer group.

Save as disclosed herein, there is no matter relating to the appointment of Mr. Tsoi that needs to be brought to the attention of the shareholders of the Company, nor is there any information requiring to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

As at the date of this announcement and save as disclosed herein, Mr. Tsoi has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) 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) there are no other factors that may affect his independence at the time of his appointment.

The Board would like to express its warmest welcome to Mr. Tsoi joining the Board.

RE-COMPLY WITH REQUIREMENTS UNDER LISTING RULES

Reference is made to the announcement of the Company dated 15 December 2025 in relation to the passing away of an independent non-executive director of the Company on 13 December 2025 (the "**Announcement**"). As set out in the Announcement, following the passing away of the said independent non-executive director, the Company did not comply with certain requirements under the Listing Rules.

Following the appointment of Mr. Tsoi as an independent non-executive director, the chairman of the remuneration committee and a member of the audit committee, the nomination committee and the sustainability steering committee of the Company with effect from 1 February 2026, the Company will re-comply with the relevant requirements under Rule 3.10(1), Rule 3.10A, Rule 3.21, Rule 3.25 and Rule 3.27A of the Listing Rules.

By order of the Board
China Overseas Property Holdings Limited
Zhang Guiqing
Chairman and Executive Director

Hong Kong, 27 January 2026

As at the date of this announcement, the Board comprises seven Directors, of which three are Executive Directors, namely Mr. Zhang Guiqing (Chairman), Mr. Xiao Junqiang (Chief Executive Officer) and Mr. Kam Yuk Fai (Chief Financial Officer); two are Non-executive Directors, namely, Mr. Guo Lei and Ms. Ng, Yat Wing Athena; and two are Independent Non-executive Directors, namely, Mr. Yung, Wing Ki Samuel and Mr. Lim, Wan Fung Bernard Vincent.