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中國生態旅遊集團
CHINA ECOTOURISM GROUP

China Ecotourism Group Limited
中國生態旅遊集團有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 1371)

CHANGES OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 1 July 2026,

(1) Mr. Duan Xinxiao has resigned as an Independent Non-Executive Director and accordingly ceased to be members of the Audit Committee, the Nomination Committee and the Remuneration Committee;
(2) Mr. Chiang Chi Kin, Stephen has been appointed as an Independent Non-Executive Director and a member of the Audit Committee; and
(3) Mr. Lau Fai Lawrence, an Independent Non-Executive Director, has been appointed as members of the Nomination Committee and the Remuneration Committee.

The board of directors (the "Board") of China Ecotourism Group Limited (the "Company") announces that Mr. Duan Xinxiao ("Mr. Duan") has resigned as an independent non-executive director of the Company ("Independent Non-executive Director") and accordingly ceased to be members of the audit Committee (the "Audit Committee"), the nomination committee (the "Nomination Committee") and the remuneration committee (the "Remuneration Committee") of the Company all with effect from 1 July 2026 due to his other personal and business commitments.

The Board is pleased to announce that with effect from 1 July 2026, (1) Mr. Chiang Chi Kin, Stephen ("Mr. Chiang") has been appointed as an Independent Non-executive Director and a member of the Audit Committee; and (2) Mr. Lau Fai Lawrence, an Independent Non-Executive Director, has been appointed as members of the Nomination Committee and the Remuneration Committee.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The biographical details of Mr. Chiang Chi Kin, Stephen are set out as follows:

Mr. Chiang, aged 56, graduated from the University of Wolverhampton with a bachelor's degree in law and qualified as a solicitor of the High Court of Hong Kong in 1998. Mr. Chiang has over 27 years of experience in corporate and commercial law. Currently, he is the General Counsel and Company Secretary of Brightoil Petroleum (Holdings) Limited (a company previously listed on the Main Board of The Stock Exchange of Hong Kong Limited ("Main Board"), stock code: 0933). Mr. Chiang is also a consultant solicitor with YYC LEGAL LLP.

Mr. Chiang was an Executive Director of GP NanoTechnology Group Limited (a company previously listed on the GEM Board of The Stock Exchange of Hong Kong Limited ("GEM Board"), stock code: 8152). He was the Deputy Chief Executive Officer of China Eco-Farming Limited (a company previously listed on the GEM Board, stock code: 8166). Mr. Chiang also sat on the board of China Clean Energy Technology Group Limited (a company previously listed on the Main Board, stock code: 2379), Easy One Financial Group Limited (a company previously listed on the Main Board, stock code: 221), Shin Hwa World Limited (a company listed on the Main Board, stock code: 582) and Longhui International Holdings Limited (a company listed on the Main Board, stock code: 1007) as an Independent Non-Executive Director. Besides, Mr. Chiang was the Company Secretary of Inno-Tech Holdings Limited (a company previously listed on the GEM Board, stock code: 8202), China Smarter Energy Group Holdings Limited (a company listed on the Main Board, stock code: 1004) and China Power Clean Energy Development Company Limited (a company previously listed on the Main Board, stock code: 735).

Save as disclosed above, Mr. Chiang (i) does not hold any other positions with the Company or other members of the Group; (ii) does not hold any directorships in the last three years in other listed public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any other relationships with any directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Chiang has entered into a letter of appointment with the Company with no specified term of office after an initial term of three years commencing from 1 July 2026. Mr. Chiang is subject to retirement by rotation and re-election at the forthcoming annual general meeting of the Company in accordance with the bye-laws of the Company. Mr. Chiang shall be entitled to a director fee of HK$120,000 per annum. The director fee is determined by the remuneration committee of the Company taking reference to that director's responsibilities, abilities and performance, the Company's operations, as well as remuneration benchmark in the industry and prevailing market conditions.

Mr. Chiang confirms that the Securities and Futures Commission issued a news release on 27 November 2013 in respect of the sanction against him, whom was an independent non-executive director of Longhui International Holdings Limited (formerly known as Daqing Dairy Holdings Limited, a company listed on the main board of the Stock Exchange, stock code: 1007), for breached of the Code on Takeovers and Mergers (the "Takeovers Code"). The Takeovers Executive had publicly censured Mr. Chiang that he failed to take sufficient action to ensure that the offeree board circular was issued in compliance with Rule 8.4 of the Takeovers Code.

The Company confirms that Mr. Chiang has confirmed that (i) he has satisfied all the factors for independence as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"); (ii) he has no past or present financial or other interest in the business of the Group or 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.

Save as disclosed above, there is no other information or matter required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter that needs to be brought to the attention of the shareholders of the Company relating to the appointment of Mr. Chiang.

Mr. Duan has confirmed that he has no disagreement with the Board; and there is no other matter relating to his resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board would like to express its sincere gratitude and appreciation to Mr. Duan for his valuable contributions to the Company during his tenure of office and take this opportunity to extend the warmest welcome to Mr. Chiang on joining the Board.

By Order of the Board
China Ecotourism Group Limited
ZHU Xinxin
Director and Chief Executive Officer

Hong Kong, 30 June 2026

As at the date of this announcement, the Board comprises Ms. ZHU Xinxin and Mr. DI Ling as Executive Directors; and Dr. MENG Zhijun, Mr. Duan Xinxiao and Mr. LAU Fai Lawrence as Independent Non-executive Directors.