TJCD
天津建发

天津建设发展集团股份公司
Tianjin Construction Development Group Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2515)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND PROPOSED CHANGES IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Director(s)**") of Tianjin Construction Development Group Co., Ltd. (the "**Company**") hereby announces that Mr. Shiu Shu Ming ("**Mr. Shiu**") has tendered his resignation as an independent non-executive Director on 10 September 2026 in order to devote more time to his other business commitments. According to the Company Law of the People's Republic of China, the articles of association of the Company and related requirements, Mr. Shiu will continue to perform his duties as an independent non-executive Director and his responsibilities in each of the committees under the Board until the date when the appointment of the new independent non-executive Director is approved by the shareholders of the Company. The Company will make further announcement on the date when Mr. Shiu ceases to be an independent non-executive Director.

With effect from the date on which Mr. Shiu's resignation as the independent non-executive Director becomes effective, he will also cease to act as the chairman of the audit committee of the Company (the "**Audit Committee**") and a member of the nomination committee of the Company (the "**Nomination Committee**").

Mr. Shiu has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that should be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its heartfelt gratitude to Mr. Shiu for his valuable contributions to the Company during his term of office.

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

After considering the recommendation of the Nomination Committee, the Board has resolved to nominate Mr. Chan Kwong On ("**Mr. Chan**") as an independent non-executive Director to fill the vacancy arising from the resignation of Mr. Shiu. The appointment of Mr. Chan is subject to the approval by the shareholders of the Company at the extraordinary general meeting of the Company to be held on 30 September 2026 (the "**EGM**") by way of ordinary resolution and will take effect, if approved, from the conclusion of the EGM.

The Board also proposed to appoint Mr. Chan as the chairman of the Audit Committee and a member of the Nomination Committee if Mr. Chan's appointment is approved by the shareholders of the Company at the EGM. Mr. Chan has confirmed that he has no disagreement on such nomination.

The biographical details of Mr. Chan, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Mr. Chan Kwong On, aged 44, has extensive experience in financial auditing and capital markets. Prior to joining the Company, he served as a finance manager at China First Capital Group Limited from August 2017 to April 2023. From April 2023 to date, he has been serving as the company secretary of Dashan Education Holdings Limited. In addition, he has been an independent non-executive director of Wisdom Wealth Resources Investment Holding Group Limited since July 2024.

Mr. Chan obtained an associate degree of business administration from the City University of Hong Kong in July 2005, and a master of science degree in accountancy from the Hong Kong Polytechnic University in May 2012.

As at the date of this announcement, save as disclosed above, Mr. Chan (i) did not hold any other directorships in other listed public companies in the past three years, and does not hold any other major appointments or professional qualifications; (ii) does not hold any other position in the Company or its subsidiary; (iii) does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company or its subsidiary; and (iv) does not hold any interest or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, there are no other matters in relation to the proposed appointment of Mr. Chan that are required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters relating to his appointment that need to be brought to the attention of the shareholders.

Mr. Chan has confirmed (i) his independence with reference to the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) that he had no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected persons (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. The Board considers that he meets the requirements of independence as set out in Rule 3.13 of the Listing Rules.

Upon approval of the appointment of Mr. Chan as an independent non-executive Director by the shareholders of the Company at the EGM, the Company will enter into a service agreement with Mr. Chan for a term commencing from the date of approval at the EGM and ending on the expiration of the term of the current session of the Board, which may be terminated by either party by giving not less than three months' notice in writing, and Mr. Chan is eligible for re-election upon the expiry of his term of office. Subject to the approval by the shareholders of the Company at the EGM, the Board will determine Mr. Chan's remuneration as an independent non-executive Director by reference to his duties, experience and responsibilities in the Company as well as the prevailing market conditions.

GENERAL

A circular of the Company containing, among other things, details in relation to the proposed appointment of Mr. Chan as an independent non-executive Director and a notice convening the EGM, will be despatched to the shareholders of the Company as soon as practicable.

By Order of the Board
Tianjin Construction Development Group Co., Ltd.
Wang Wenbin
Chairman and non-executive Director

Tianjin, the PRC, 10 September 2026

As of the date of this announcement, the Board of Directors of the Company comprises: (i) Mr. Zhao Kuanghua, Ms. Guan Fengdan, Mr. Yang Youhua, Mr. Ni Baqun and Mr. Ma Guoqun as executive Directors; (ii) Mr. Wang Wenbin as Chairman and non-executive Director; and (iii) Dr. Yan Bing, Dr. Liu Jinlu and Mr. Shiu Shu Ming as independent non executive Directors.