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XINGDA

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**XINGDA INTERNATIONAL HOLDINGS LIMITED**

**興達國際控股有限公司**

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

**(Stock Code: 1899)**

- (1) RESIGNATION OF EXECUTIVE DIRECTOR, CHIEF FINANCIAL OFFICER, AUTHORISED REPRESENTATIVE AND CHANGE IN COMPOSITION OF BOARD COMMITTEES;**
- (2) NON-COMPLIANCE WITH LISTING RULES; AND**
- (3) WITHDRAWAL OF ORDINARY RESOLUTION NO. 3A AT THE ANNUAL GENERAL MEETING TO BE HELD ON 29 MAY 2024**

**RESIGNATION OF EXECUTIVE DIRECTOR, CHIEF FINANCIAL OFFICER, AUTHORISED REPRESENTATIVE AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The board (“**Board**”) of directors (“**Directors**”) of Xingda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following changes:

Mr. Zhang Yuxiao (“**Mr. Zhang**”) has resigned as an executive Director, the chief financial officer of the Company (the “**Chief Financial Officer**”), an authorised representative of the Company (“**Authorised Representative**”) for the purpose of Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the chairman of each of the executive committee and the investment and international development committee of the Company with effect from 28 May 2024 in order to devote more time to his personal and other business commitments.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no matter regarding his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and/or the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contribution to the Company during his tenure of office.

## **NON-COMPLIANCE WITH LISTING RULES**

Following the resignation of Mr. Zhang Yuxiao as an Authorised Representative, the Company will not be able to meet the requirement that an issuer should appoint two authorised representatives under Rule 3.05 of the Listing Rules.

The Company is in the process of identifying suitable candidate to fill the vacancy, and will use its best endeavors to ensure a suitable candidate for an Authorised Representative to be appointed as soon as practicable in accordance with the requirements of the Listing Rules to ensure compliance by the Company with Rule 3.05 of the Listing Rules. The Company will make further announcement as and when appropriate.

## **WITHDRAWAL OF ORDINARY RESOLUTION NO. 3A AT THE ANNUAL GENERAL MEETING TO BE HELD ON 29 MAY 2024**

Reference is made to the circular of the Company (the “**AGM Circular**”), the notice (the “**AGM Notice**”) of the annual general meeting of the Company to be held on 29 May 2024 (the “**AGM**”), and the proxy form for the aforesaid annual general meeting (the “**Proxy Form(s)**”), in each case dated 29 April 2024.

Due to the resignation of Mr. Zhang, ordinary resolution no. 3A in respect of the re-election of Mr. Zhang as an executive Director as set out in the AGM Notice and Proxy Form is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the AGM. Save as disclosed above, all other resolutions contained in the AGM Notice shall continue to be considered at the AGM, and the date, time and venue for holding the AGM shall remain unchanged. Proxy Forms lodged by the Shareholders will remain valid except that no poll will be taken and counted for ordinary resolution no. 3A.

By Order of the Board of  
**Xingda International Holdings Limited**  
**Liu Jinlan**  
*Chairman of the Board*

Shanghai, the PRC, 28 May 2024

*As at the date of this announcement, the executive Directors are Mr. LIU Jinlan, Mr. LIU Xiang, Mr. HANG Youming, Mr. WANG Jin and Ms. WANG Yu and the independent non-executive Directors are Mr. KOO Fook Sun, Louis and Ms. XU Chunhua.*