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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)

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

The board (the “**Board**”) of directors (the “**Director(s)**”) of Xingda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Ms. Zhang Guoyun (“**Ms. Zhang**”) is appointed as an independent non-executive Director; and a member of each of the audit committee of the Company (the “**Audit Committee**”) and the remuneration and management development committee of the Company (the “**Remuneration and Management Development Committee**”) with effect from 6 September 2024.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The biographical details of Ms. Zhang are set out as follows:

Ms. Zhang (張國雲), aged 60, graduated from the Correspondence Institute of the Party School of the Central Committee of the Communist Party of China (中共中央黨校函授學院) majoring in economic management. She is a certified public accountant and a senior accountant. She has over 35 years of experience in finance and accounting. Ms. Zhang served as the director of the domestic business department of Taizhou Jingwei Accounting Firm (泰州市經緯會計事務所) from September 1988 to January 2001; a senior staff member and the section chief of Taizhou Treasury Centralized Collection and Payment Centre (泰州市國庫集中收付中心) from January 2002 to March 2012; a principal staff member of the Economic Construction Department of Taizhou Finance Bureau (泰州市財政局經濟建設處) from March 2012 to October 2012; the director of the Budget Review Centre of Taizhou Finance Bureau (泰州市財政局預算審核中心) from October 2012 to October 2018; and the chief accountant of Taizhou Urban Construction Investment Group Co., Ltd. (泰州市城市建設投資集團有限公司) from September 2002 to August 2019.

Ms. Zhang has entered into a letter of appointment with the Company for a term of three years commencing from 6 September 2024, which can be terminated by either party by giving to the other party not less than three months' notice in writing. According to the letter of appointment, the annual Director's fee payable to Ms. Zhang as an independent non-executive Director is US\$50,000. Ms. Zhang's remuneration was determined by the Board based on recommendation from the Remuneration and Management Development Committee 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.

Pursuant to the articles of association of the Company, Ms. Zhang will hold office as an independent non-executive Director until the next annual general meeting of the Company and will be subject to the retirement by rotation and re-election at that meeting.

Save as disclosed above, as at the date of this announcement, Ms. Zhang (i) does not have any interests in the shares or underlying shares of the Company and/or the associated corporations of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) did not hold any directorship in other listed companies in Hong Kong or overseas in the past three years; (iii) does not hold any other positions within the Company and other members of the Group; (iv) 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 (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**")) of the Company; and (v) does not have any other major appointments or professional qualifications.

Ms. Zhang has confirmed that (a) she has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (b) she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (c) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, the Company is not aware of any matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to the appointment of Ms. Zhang, and there is no other information relating to Ms. Zhang which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that, with effect from 6 September 2024, Ms. Zhang is appointed as a member of each of the Audit Committee and the Remuneration and Management Development Committee.

The Board would like to express its warmest welcome to Ms. Zhang for joining the Board, the Audit Committee and the Remuneration and Management Development Committee.

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

Shanghai, the PRC, 6 September 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, Ms. XU Chunhua and Ms. ZHANG Guoyun.