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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) APPOINTMENT OF EXECUTIVE DIRECTOR;**
- (2) INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (3) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND**
- (4) RE-COMPLIANCE WITH LISTING RULES**

This announcement is made by Xingda International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that with effect from 5 June 2026,

1. Mr. Shen Aiguo (“**Mr. Shen**”) has been appointed as an executive Director; and
2. Ms. Leung Ho Ming, Alison (“**Ms. Leung**”) has been appointed as an independent non-executive Director, and a member of each of the audit committee and nomination committee of the Board.

BIOGRAPHICAL DETAILS OF MR. SHEN

The biographical details of Mr. Shen are set out below:

Mr. Shen, aged 50, holds an associate degree in Economic Management. Mr. Shen is a member of the Communist Party of China and a member of the 17th Standing Committee of the People's Congress of Xinghua City, and is currently serving as Vice President of Jiangsu Xingda Steel Tyre Cord Co., Ltd. (江蘇興達鋼簾線股份有限公司) (“**Jiangsu Xingda**”), a subsidiary of the Company. Mr. Shen joined the Group in August 1993 and has made significant contributions to the Company's implementation of its “intelligent transformation and digital conversion” initiatives. Mr. Shen has been recognised with a number of honours, including “Outstanding Communist Party Member of Xinghua City”, “Labour Model of Xinghua City”, “Second Prize of the 22nd National Enterprise Management Modernisation and Innovation Achievement”, and “Xinghua City Annual Major Project Attraction Award”.

Mr. Shen has over 30 years of experience in production operations and corporate management within the steel cord industry. Since joining the Group in 1993, Mr. Shen has held a series of progressively senior positions within the Group. He served as Head of the Laboratory/Metrology Department of Jiangsu Xingda Plant No. 1 (“興達鋼簾線一廠”) from August 1993 to February 1998; Head of Quality Control/Office Director/Production Supervisor of Jiangsu Xingda Plant No. 2 (“興達鋼簾線二廠”) from March 1998 to August 2004; Factory Director of Jiangsu Plants No. 2, 5 and 8 (“興達鋼簾線二、五、八廠”) from September 2004 to May 2007; Head of Production Centre/Head of Planning Department of Jiangsu Xingda's Production and Operations division from June 2007 to November 2015; Director of Production and Operations of Jiangsu Xingda from December 2015 to October 2016; Deputy General Manager of Jiangsu Xingda from November 2016 to December 2023; and Vice President of Jiangsu Xingda since January 2024.

Mr. Shen has entered into a service agreement with the Company, pursuant to which, he has agreed to act as an executive Director for a term of 3 years commencing from 5 June 2026, which may be terminated by either party giving no less than three months' written notice to the other party. Pursuant to the articles of association of the Company (the “**Articles of Association**”), Mr. Shen shall hold office until the next annual general meeting of the Company and shall be eligible for re-election. He is also subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the Articles of Association and the Listing Rules. No director's fee will be paid to Mr. Shen in respect of his appointment as an executive Director. The remuneration currently payable to Mr. Shen in respect of his employment as the Vice President of the Jiangsu Xingda is approximately RMB50,000 per month plus discretionary bonus.

As at the date of this announcement, Mr. Shen holds 2,190,000 shares of the Company and is interested in 650,000 share awards of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Shen (i) does not hold any other position in the Company or its subsidiaries; (ii) has not held any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualifications; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling

shareholders (as defined in the Listing Rules) of the Company; and (iv) does not have, and is not deemed to have, any interests in any shares, underlying shares or debentures of the Company and/or its associated corporation(s) within the meaning of Part XV of the SFO.

Save as disclosed above, as at the date of this announcement, there is no other matters relating to the appointment of Mr. Shen that needs to be brought to the attention of the shareholders of the Company nor any information that needs to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Shen for joining the Board.

BIOGRAPHICAL DETAILS OF MS. LEUNG

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

Ms. Leung, aged 43, graduated from Macquarie University in Australia with a Bachelor of Commerce in Accounting. She is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants (HKICPA), a Certified Public Accountant (Practising) holding a Practising Certificate issued by the Accounting and Financial Reporting Council (AFRC), a Fellow Certified Practising Accountant of CPA Australia (CPA Australia), and a Graduate of The Hong Kong Chartered Governance Institute (HKCGI).

Ms. Leung has over 20 years of experience in audit, assurance, business consultancy, financial reporting, internal controls, and forensic accounting. Since 2021, she has been the Principal of an accounting firm and she has been engaged with a forensic consultancy firm since 2018, serving as a senior consultant since 2021. Ms. Leung accumulated corporate and international experience, having served as a financial accountant in Canada from 2011 to 2017, and previously working at an international group audit firm in Hong Kong from 2006 to 2010.

Ms. Leung has entered into a letter of appointment with the Company for a term of three years commencing from 5 June 2026, 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. Leung as an independent non-executive Director is USD50,000 (equivalent to approximately HKD392,000) per annum. Ms. Leung'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. Leung 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. Leung (i) does not hold any position with the Company or other members of the Group; (ii) did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years or other major appointments and professional qualifications; (iii) does not have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Listing Rules)) ; and (iv) does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Leung has confirmed her independence to the Company, including that: (a) she meets each of the independence factors set out in Rules 3.13(1) to (8) of the Listing Rules; (b) she had no past or present financial or other interests in the business of the Company or any connection with any core connected persons (as such terms is defined in 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, as at the date of this announcement, there is no other matters relating to the appointment of Ms. Leung that needs to be brought to the attention of the shareholders of the Company nor any information that needs to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. Leung to the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that, with effect from 5 June 2026, Ms. Leung is appointed as a member of each of the audit committee and nomination committee of the Board.

RE-COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement dated 8 April 2026 of the Company in relation to, inter alia, the non-compliance with Rules 3.10(1), 3.10A, 3.21 and 3.27A of the Listing Rules.

Upon the appointment of Ms. Leung as an independent non-executive Director, and a member of each of the audit committee and nomination committee of the Board, the Company has re-complied with Rules 3.10(1), 3.10A, 3.21 and 3.27A of the Listing Rules.

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

Hong Kong, 5 June 2026

As at the date of this announcement, the Board comprises the executive Directors, namely, Mr. Liu Jinlan (Chairman), Mr. Liu Xiang, Mr. Hang Youming, Mr. Wang Jin and Mr. Shen Aiguo, and the independent non-executive Directors, namely, Mr. Koo Fook Sun, Louis, Ms. Zhang Guoyun and Ms. Leung Ho Ming, Alison.