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Sanxun Holdings Group Limited

三巽控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6611)

CHANGE OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Sanxun Holdings Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces: (i) the resignation of Mr. Chen Sheng (“**Mr. Chen**”) as an independent non-executive Director and a member of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company; and (ii) the resignation of Mr. Wang Zizhong (“**Mr. Wang**”) as an executive Director, both with effect from 10 July 2024, as each of Mr. Chen and Mr. Wang would like to devote more time to his other personal endeavours.

Each of Mr. Chen and Mr. Wang has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board would like to express its gratitude to Mr. Chen and Mr. Wang for their valuable contributions to the Group during their tenure of office.

The Board further announces: (i) the appointment of Mr. Gao Bo (高波) (“**Mr. Gao**”) as an independent non-executive Director and a member of the Audit Committee and the Nomination Committee; and (ii) the appointment of Mr. Tao Qingchen (陶慶晨) (“**Mr. Tao**”) as an executive Director, both with effect from 10 July 2024.

Mr. Gao, aged 62, has been serving as executive vice president of Anhui Real Estate Chamber of Commerce* (安徽省房地產商會) since June 2014. From July 2009 to August 2017, Mr. Gao worked at Anhui Gaosu Real Estate Group Co. Ltd.* (安徽省高速地產集團有限公司), a company principally engaged in the development and sale of real estate properties, and had successively served as its (i) head of general engineering office; regional manager and manager of project company; (ii) deputy general manager; (iii) executive deputy general manager; and (iv) managing director. From September 2017 to October 2021, Mr. Gao served as the deputy chief economist of Anhui Transportation Holding Group Co., Ltd.* (安徽省交通控股集團有限公司), a company principally engaged in among others, highway operation, real estate development, sale of gasoline and diesel oil and provision of engineering services.

Mr. Gao graduated from Army Engineering University of PLA* (中國人民解放軍陸軍工程大學) in July 1983, majoring in project construction. In October 2001, Mr. Gao completed in-service training at the Graduate School of Chinese Academy of Social Sciences* (中國社會科學院研究生院). In December 2009, Mr. Gao completed Real Estate Business Administration Executive Officer Class*(房地產高級工商管理總裁研修班) of Fudan University (復旦大學).

Mr. Gao has entered into a letter of appointment with the Company in respect of his appointment as an independent non-executive Director for a term of three years commencing from 10 July 2024 and is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the articles of association of the Company. He is entitled to a director’s fee of RMB72,000 per annum for his directorship in the Company, which was determined by the Board on the recommendation of the remuneration committee of the Company with reference to his qualifications, experience, duties and responsibilities, as well as the prevailing market conditions.

Mr. Gao has confirmed that (i) he is independent as regards each of the factors referred to 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 any connection with any core connected person (as such term is 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.

Mr. Tao, aged 36, has been serving as the vice general manager of the design department of the Group since October 2021, responsible for the design management of the Group’s projects. From June 2014 to October 2021, Mr. Tao has successively served as project manager and design manager of the Group. From April 2010 to May 2014, Mr. Tao served as an engineer at China Construction Engineering Design and Research Institute Co., Ltd.* (中國中建設計研究院有限公司), a company principally engaged in, among others, the provision of construction and design services. Mr. Tao graduated from Hefei University (合肥大學) in April 2010 with a bachelor’s degree in civil engineering.

Mr. Tao has entered into a service contract with the Company in respect of his appointment as an executive Director for a term of three years commencing from 10 July 2024 and is subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years in accordance with the articles of association of the Company. He is entitled to a director’s fee of RMB264,600 per annum for his directorship in the Company, which was determined by the Board on the recommendation of the remuneration committee of the Company with reference to his qualifications, experience, duties and responsibilities, as well as the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, each of Mr. Gao and Mr. Tao (i) does not hold any other positions with the Company or other members of the Group; (ii) does not, nor did he in the past three years, hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any relationships with any Directors, senior management or substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Mr. Gao and Mr. Tao has confirmed that there is no other information relating to his appointment that is required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in connection with his appointment that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Gao and Mr. Tao for joining the Board.

By Order of the Board
Sanxun Holdings Group Limited
Qian Kun
Chairman

Hong Kong, 10 July 2024

As at the date of this announcement, the Board comprises Mr. Qian Kun, Ms. An Juan, Mr. Tao Qingchen and Mr. Zhang Xiaohui as executive Directors, and Mr. Gao Bo, Mr. Tong Yu and Mr. Wang Ye as independent non-executive Directors.

* *for identification purpose only*