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Jinhai International Group Holdings Limited

今海國際集團控股有限公司

(Incorporated in the Cayman Islands with members' limited liability)

(Stock Code: 2225)

APPOINTMENT AND RESIGNATION OF DIRECTORS AND CHANGE OF COMPOSITION OF AUDIT COMMITTEE, NOMINATION COMMITTEE AND REMUNERATION COMMITTEE

CHANGE OF DIRECTORS

The Board announces that Ms. Yang Meihua has been appointed as independent non-executive Director of the Company with effect from 31 January 2022 while Mr. Chai Chi Man has resigned as independent non-executive Director of the Company with effect from 31 January 2022.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

(i) Audit Committee

Ms. Yang Meihua has been appointed as a member of the Audit Committee of the Company with effect from 31 January 2022 while Mr. Chai Chi Man has resigned as a member of the Audit Committee with effect from 31 January 2022.

(ii) Nomination Committee

Ms. Yang Meihua has been appointed as a member of the Nomination Committee of the Company with effect from 31 January 2022 while Mr. Chai Chi Man has resigned as a member of the Nomination Committee with effect from 31 January 2022.

(iii) Remuneration Committee

Ms. Yang Meihua has been appointed as a member of the Remuneration Committee of the Company with effect from 31 January 2022 while Mr. Chai Chi Man has resigned as a member of the Remuneration Committee with effect from 31 January 2022.

APPOINTMENT OF DIRECTOR

The board (the “**Board**”) of directors of the company (the “**Directors**”) of Jinhai International Group Holdings Limited (the “**Company**”) is pleased to announce that Ms. Yang Meihua has been appointed as independent non-executive Director of the Company with effect from 31 January 2022.

Ms. Yang Meihua 楊美華 (“Ms. Yang”), aged 62, has extensive experience in the field of accounting and finance. Ms Yang is a member of the Chinese Institute of Certified Public Accountants. Ms. Yang received her undergraduate diploma (through correspondence) from Fudan University, the PRC. She worked at Arthur Andersen Hua Qiang Certified Public Accountants Shanghai Office from 1 October 1995 to 30 June 2002 and PricewaterhouseCoopers Zhong Tian Certified Public Accountants from 1 July 2002 to 25 March 2003. Ms. Yang has been working at Shanghai Nortex Certified Public Accountants Co. Ltd., since April 2004.

As at the date of this announcement, save as disclosed above, Ms. Yang (i) does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have, and is not deemed to have, any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) does not hold any position in the Company or any of its subsidiaries, nor any other directorship in listed public companies whether in Hong Kong or overseas in the last three years preceding the date of this announcement.

There is a one-year service contract entered into between the Company and Ms. Yang who is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association of the Company. Ms. Yang will receive a fixed director’s fee of HK\$120,000 per annum. Her remuneration is determined by the Board with reference to her roles and responsibilities with the Company and prevailing market conditions.

Save as disclosed above, there is no information in relation to the appointment of the Director that is required to be disclosed to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there are no other matters that need to be brought to the attention of the shareholders of the Company.

RESIGNATION OF DIRECTOR

The Board announces that Mr. Chai Chi Man (“**Mr. Chai**”) has resigned as independent non-executive Director of the Company due to his other business commitments which require more of his time and dedication.

Mr. Chai has confirmed to the Board that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

With effect from 31 January 2022, the composition of the Board committees has been changed as follows:

(i) Audit Committee

Ms. Yang has been appointed as a member of the Audit Committee of the Company with effect from 31 January 2022 while Mr. Chai has resigned as a member of the Audit Committee with effect from 31 January 2022.

(ii) Nomination Committee

Ms. Yang has been appointed as a member of the Nomination Committee of the Company with effect from 31 January 2022 while Mr. Chai has resigned as a member of the Nomination Committee with effect from 31 January 2022.

(iii) Remuneration Committee

Ms. Yang has been appointed as a member of the Remuneration Committee of the Company with effect from 31 January 2022 while Mr. Chai has resigned as a member of the Remuneration Committee with effect from 31 January 2022.

The Board would like to extend its warm welcome to Ms. Yang to the Board and to extend its sincere gratitude to Mr. Chai for his valuable contributions towards the Company during his tenure of office.

By Order of the Board
Jinhai International Group Holdings Limited
Chen Guobao
Chairman of the Board and Executive Director

Hong Kong, 31 January 2022

As at the date of this announcement, the Board comprises eight Directors, of which two are executive Directors, namely Mr. Chen Guobao and Mr. Wang Zhenfei; three are non-executive Directors, namely Mr. Yang Fu Kang, Mr. Li Yunping and Mr. Wang Huasheng; and three are independent non-executive Directors, namely Mr. Yan Jianjun, Mr. Fan Yimin and Ms. Yang Meihua.