

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國建築興業集團有限公司

CHINA STATE CONSTRUCTION DEVELOPMENT HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 830)

CHANGE TO THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

The board of directors (the “Board”) of China State Construction Development Holdings Limited (the “Company”) announces the following changes to the composition of the Board and Board committees with effect from 1 July 2022:

- (1) Mr. Hong Winn (“Mr. Hong”) has indicated his intention to resign as an independent non-executive director of the Company after twelve years on the Board to devote more time pursuing his other business engagements and will concurrently cease to be a member of each of the Audit Committee, Nomination Committee and Remuneration Committee of the Company. Mr. Hong has been a director of the Company since March 2010.
- (2) Ms. Kwong Sum Yee Anna (“Ms. Kwong”) has indicated her intention to resign as an independent non-executive director of the Company after nine years on the Board to devote more time on her other business engagements and personal interests and will concurrently cease to be a member of each of the Audit Committee, Nomination Committee and Remuneration Committee of the Company. Ms. Kwong has been a director of the Company since July 2013.
- (3) Mr. Wong Man Cheung (“Mr. Wong”) will be appointed as an executive director of the Company and will continue to be the Chief Financial Officer of the Company.
- (4) Ms. Chan Man Ki Maggie M.H., J.P. (“Ms. Chan”) will be appointed as an independent non-executive director of the Company and a member of each of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.
- (5) Mr. Zhang Xinyu (“Mr. Zhang”) will be appointed as an independent non-executive director of the Company and a member of each of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.

At the recommendation of the Nomination Committee of the Company, the Board will appoint Mr. Wong as an executive director of the Company, and Ms. Chan and Mr. Zhang as independent non-executive directors of the Company.

Both Mr. Hong and Ms. Kwong confirmed that they have no disagreement with the Board and there are no other matters relating to their resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Hong and Ms. Kwong for their valuable contribution and services made to the Company during their tenure as the independent non-executive directors.

PARTICULARS OF THE NEWLY APPOINTED DIRECTORS

Mr. Wong Man Cheung

Aged 50, Mr. Wong graduated from The Hong Kong Polytechnic University with a Bachelor of Arts degree in Accountancy and a Master’s degree in Business Administration (Financial Services). He is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants and was a fellow of the Association of Chartered Certified Accountants. Mr. Wong is also an individual member of Hong Kong Business Accountants Association. He joined the Group in November 2020 as the Chief Financial Officer of the Company. Mr. Wong has over 25 years of experience in accounting, audit, financial management, corporate financing, business development, strategic planning and advisory, business controlling, risk management and investor relations. He was involved in a wide range of businesses including, but not limited to, property development and investment, construction, engineering, hospitality, trading, manufacturing, telecommunication, mining, distribution and retailing.

Mr. Wong will enter into a service agreement as an executive director with the Company which will commence on 1 July 2022 subject to termination at any time by either party giving to the other 3 months’ notice in writing. He will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company (the “Articles of Association”). The remuneration of Mr. Wong as an executive director of the Company will be determined by the Board and the Remuneration Committee by reference to his duties and responsibilities with the Company, the Group’s remuneration policy and the prevailing market conditions.

Ms. Chan Man Ki Maggie M.H., J.P.

Aged 53, Ms. Chan obtained her Bachelor degree in Laws and Postgraduate Certificate in Laws from the University of Hong Kong in 1991 and 1992 respectively. She is the founder and managing partner of CMK lawyers, a law firm in Hong Kong, and has over 27 years of experience in providing legal advices and services as a solicitor in Hong Kong.

Ms. Chan is an Accredited Mediator and a China-Appointed Attesting Officer in Hong Kong. She is also the founding president of The Small and Medium Law Firms Association of Hong Kong. Furthermore, Ms. Chan is a Specially Invited Mediator of Guangdong Court for Cross-border Commercial Dispute Resolution in the Guangdong-Hong Kong-Macao Greater Bay Area, a Mediator of Shenzhen Qianhai International Commercial Mediation Centre, and an Arbitrator of China Guangzhou Arbitration Commission, Shenzhen Court of International Arbitration, Qingdao Arbitration Commission and South China International Arbitration Centre (Hong Kong). She is also an independent non-executive director of Wine's Link International Holdings Limited (listed on the Stock Exchange, stock code: 8509).

Ms. Chan has also undertaken various community positions in Hong Kong including being an Ex-officio Member of Election Committee and Chairman of Appeal Tribunal Panel (Building Ordinance). She was awarded the Medal of Honor in 2012 and Justice of the Peace in 2015 by the Government of the Hong Kong Special Administrative Region. Ms. Chan was also conferred with Honorary Fellow by City University of Hong Kong in 2013. She was elected as a Hong Kong Deputy to the National People's Congress of the PRC (the 13th session) in 2017, an executive member of the All-China Women's Federation Executive Committee in 2018, a president of All-China Women's Federation Hong Kong Delegates Association Ltd. in 2021 and a Legislative Council Member of the Hong Kong Special Administrative Region in 2022.

Ms. Chan will enter into a letter of appointment as an independent non-executive director with the Company. She is not appointed for a specific term and her term of appointment can be terminated at any time by either party giving to the other 3 months' notice in writing. Ms. Chan will be subject to retirement by rotation and re-election in accordance with the Articles of Association. As at the date of this announcement, Ms. Chan will be entitled to receive a director's emolument of HK\$250,000 per annum which is determined by reference to her duties and responsibilities with the Company, the Company's standard for emoluments and the prevailing market conditions.

Ms. Chan has met the independence guidelines set out in rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

Mr. Zhang Xinyu

Aged 33, Mr. Zhang graduated from the University of Hong Kong with a Bachelor of Engineering Degree in Civil Engineering. He is a member of The Hong Kong Institution of Engineers and a Chartered Engineer of the Institution of Civil Engineers. Mr. Zhang is also a Chartered Member of The Chartered Institute of Logistics and Transport. He worked for MTR Corporation Limited and was responsible for the construction of various new railway projects and train operations. Mr. Zhang is a Legislative Council Member of the Hong Kong Special Administrative Region elected in 2022. He has over 11 years of experience in engineering field.

Mr. Zhang will enter into a letter of appointment as an independent non-executive director with the Company. He is not appointed for a specific term and his term of appointment can be terminated at any time by either party giving to the other 3 months' notice in writing. Mr. Zhang will be subject to retirement by rotation and re-election in accordance with the Articles of Association. As at the date of this announcement, Mr. Zhang will be entitled to receive a director's emolument of HK\$250,000 per annum which is determined by reference to his duties and responsibilities with the Company, the Company's standard for emoluments and the prevailing market conditions.

Mr. Zhang has met the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, neither Mr. Wong, Ms. Chan nor Mr. Zhang (1) have any relationships with any directors, senior management or substantial or controlling shareholders of the Company, (2) have any interests in shares of the Company and associated corporation of the Company (within the meaning of Part XV of the Securities and Futures Ordinance), (3) hold any directorships in listed public companies in the last three years, and (4) have any other information that needs to be disclosed pursuant to any of the requirements as set out in rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warm welcome to Mr. Wong, Ms. Chan and Mr. Zhang for joining the Board.

By Order of the Board
**China State Construction Development
Holdings Limited**
Zhang Haipeng
Chairman and Non-executive Director

Hong Kong, 30 June 2022

As at the date of this announcement, the Board comprises Mr. Zhang Haipeng as Chairman and Non-executive Director; Mr. Wu Mingqing (Vice Chairman and Chief Executive Officer) and Mr. Wang Hai as Executive Directors; Mr. Huang Jiang as Non-executive Director; and Mr. Zhou Jinsong, Mr. Hong Winn and Ms. Kwong Sum Yee Anna as Independent Non-executive Directors.