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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)

**CHANGES IN CHAIRMAN, DIRECTORS,
BOARD COMMITTEE MEMBERS AND AUTHORISED
REPRESENTATIVE**

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 15 April 2025:

- (1) Mr. Zhang Haipeng (“Mr. Zhang Haipeng”) resigned as Non-executive Director of the Company and consequently, he will cease to be Chairman of the Board, chairman of the Nomination Committee and a member of the Remuneration Committee of the Company;
- (2) Mr. Zhang Xinyu (“Mr. Zhang Xinyu”) resigned as Independent Non-executive Director of the Company and consequently, he will cease to be a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Sustainability Committee of the Company;
- (3) Mr. Wang Xiaoguang (“Mr. Wang”) has been appointed as Non-executive Director of the Company, chairman of the Nomination Committee and a member of the Remuneration Committee of the Company and elected as Chairman of the Board; and
- (4) Mr. Sit Wing Hang (“Mr. Sit”) has been appointed as Independent Non-executive Director of the Company and a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Sustainability Committee of the Company.

RESIGNATION

Due to work reassignment, Mr. Zhang Haipeng resigned as Non-executive Director of the Company and consequently, he will cease to be Chairman of the Board, chairman of the Nomination Committee and member of the Remuneration Committee of the Company.

Mr. Zhang Xinyu resigned as Independent Non-executive Director of the Company due to his intention to devote more time to his other engagements and consequently, he will cease to be a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Sustainability Committee of the Company.

Both Mr. Zhang Haipeng and Mr. Zhang Xinyu 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 express its heartfelt gratitude to Mr. Zhang Haipeng and Mr. Zhang Xinyu for their valuable contribution to the Company during their tenure.

PARTICULARS OF THE NEWLY APPOINTED DIRECTORS

Mr. Wang Xiaoguang

Aged 42, Mr. Wang graduated from Tongji University and obtained a degree of Master of Construction and Real Estate from The Hong Kong Polytechnic University and was awarded the title of Senior Engineer. He joined China State Construction International Holdings Limited (“CSC”, shares of which are listed on the Main Board of the Stock Exchange and a controlling shareholder of the Company) in 2005 and has been a director of certain subsidiaries of CSC since 2015. Mr. Wang is currently executive director and chief executive officer of CSC. He has over 20 years of experience in investment and construction engineering management.

As at the date of this announcement, Mr. Wang has personal interest in 4,000,000 shares and spouse’s interest in 1,080,000 shares in the Company, and personal interest in 30,000 shares in CSC.

Mr. Wang will enter into a letter of appointment as 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. Pursuant to the articles of association of the Company (the “Articles”), Mr. Wang will hold office until the next annual general meeting of the Company and will then be eligible for re-election at that meeting. He will also be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the provisions of the Articles. In support of the Company’s development, Mr. Wang will not receive director’s fee for his term of appointment.

Mr. Sit Wing Hang, GBS, JP

Aged 63, Mr. Sit joined the Hong Kong Government in 1984 and was promoted to the Director of Electrical and Mechanical Services and Electrical & Mechanical Services Trading Fund General Manager in 2017. He was in charge of electrical and mechanical safety and promotion of energy efficiency and conservation in Hong Kong, as well as the provision of engineering services for electrical and mechanical assets of the Government of the Hong Kong Special Administrative Region (the “HKSAR Government”). Mr. Sit was appointed the Secretary for Innovation and Technology of the HKSAR Government between April 2020 and June 2022. He was awarded the Gold Bauhinia Star and Justice of the Peace by the HKSAR Government.

Mr. Sit is now the Chief Executive and Secretary of the Hong Kong Institution of Engineers. He is also a Senior Advisor to the President and Vice-Chancellor of the Hong Kong Baptist University and Advisor to the Institute for Innovation, Translation and Policy Research. In addition, Mr. Sit is a Professor of Practice of the Hong Kong Polytechnic University and Honorary Professor of the Hong Kong Baptist University. He is also a Council Member of the Construction Industry Council. Mr. Sit is currently an independent non-executive director of Regal Partners Holdings Limited, an independent non-executive director of Envision Greenwise Holdings Limited, an independent non-executive director of Wai Yuen Tong Medicine Holdings Limited and an independent director of 廈門吉宏科技股份有限公司 (Xiamen Jihong Co., Ltd.*). The aforesaid companies are all listed in Hong Kong or Chinese Mainland.

Mr. Sit is an electrical engineer by profession and has over 40 years of experience in public administration. He is a fellow member of the Hong Kong Institution of Engineers. Mr. Sit was the President of the Hong Kong Institution of Facility Management, Chairman of the Biomedical Division and Secretary of the Nuclear Division of the Hong Kong Institution of Engineers.

Mr. Sit will enter into a letter of appointment as 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. Pursuant to the Articles, Mr. Sit will hold office until the next annual general meeting of the Company and will then be eligible for re-election at that meeting. He will also be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the provisions of the Articles. Mr. Sit will be entitled to receive a director’s fee of HK\$250,000 per annum which was determined by reference to his duties and responsibilities with the Company, the Company’s standard for emoluments and the prevailing market conditions.

Mr. Sit has confirmed (i) his independence as regards each of the factors for independence referred to in rules 3.13(1) to 3.13(8) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”), (ii) that he does not have any past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company, and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, neither Mr. Wang nor Mr. Sit (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 any listed public companies in Hong Kong or overseas 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) 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. Wang and Mr. Sit for joining the Board.

AUTHORISED REPRESENTATIVE

The Board further announces that following the resignation of Mr. Zhang Haipeng as Non-executive Director, he will cease to act as an authorised representative of the Company for the purpose of accepting service of process or notice on behalf of the Company under Part 16 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) (the “Companies Ordinance”) and under Rule 3.05 of the Listing Rules and Mr. Wang will act as an authorised representative of the Company under the Companies Ordinance and the Listing Rules, effective as of 15 April 2025.

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

Hong Kong, 14 April 2025

As at the date of this announcement, the Board comprises Mr. Zhang Haipeng as Chairman and Non-executive Director; Mr. Zhu Haiming (Chief Executive Officer) and Mr. Wong Man Cheung as Executive Directors; Mr. Huang Jiang as Non-executive Director; and Mr. Zhou Jinsong, Ms. Chan Man Ki Maggie and Mr. Zhang Xinyu as Independent Non-executive Directors.

* *for identification purpose only*