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China Dongxiang (Group) Co., Ltd.

中國動向（集團）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3818)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Resignation of Independent Non-Executive Director

The board of directors of China Dongxiang (Group) Co., Ltd. (the “**Company**”, the “**Directors**” and the “**Board**”, respectively) announces that with effect from 8 October 2024, Dr. Chen Guogang (“**Dr. Chen**”) has resigned as an independent non-executive Director (the “**INED**”), the chairman of the audit committee of the Board (the “**Audit Committee**”), a member of the remuneration committee of the Board (the “**Remuneration Committee**”) and a member of the environmental, social and governance committee in order to devote more time to his personal commitments.

Dr. Chen 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 shareholders of the Company (the “**Shareholders**”) and/or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Dr. Chen for his valuable contributions to the Company during his tenure of office.

Non-Compliance with Listing Rules

Following the resignation of Dr. Chen as an INED and the cessation of his offices in the Board committees, the Board comprises of only two INEDs. As such, the Company fails to meet the requirements set out in (i) Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) that the Company must have at least three INEDs; (ii) Rule 3.21 of the Listing Rules that the Audit Committee must comprise a minimum of three members; (iii) Rule 3.10(2) of the Listing Rules that at least one of the INEDs must have appropriate professional qualifications or accounting or related financial management expertise; and (iv) Rule 3.25 of the Listing Rules that the Remuneration Committee must comprise a majority of INEDs.

The Company is in the process of identifying a suitable candidate for appointment as a new INED and filling the vacancy of the member of the Audit Committee and the Remuneration Committee as soon as practicable and in any event, within three months from 8 October 2024. Further announcement(s) will be made by the Company in relation to such appointment as and when appropriate.

By order of the Board
China Dongxiang (Group) Co., Ltd.
Chen Yihong
Chairman

Hong Kong, 8 October 2024

As at the date of this announcement, the executive directors of the Company are Mr. Chen Yihong, Ms. Chen Chen and Mr. Lyu Guanghong; and the independent non-executive directors of the Company are Mr. Gao Yu and Mr. Liu Xiaosong.