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## **XIMEI RESOURCES HOLDING LIMITED**

**稀美資源控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 9936)**

**(1) APPOINTMENT OF EXECUTIVE DIRECTOR;  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) COMPLIANCE WITH THE LISTING RULES**

### **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors of Ximei Resources Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 25 March 2024, Ms. Huang Jieli (黃潔莉) (“**Ms. Huang**”) has been appointed as an executive director (“**Director**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”).

Set out below are the biographical details of Ms. Huang:

Ms. Huang, aged 45, joined the Group in December 2022. She served as the vice president and director of the international business department of Guangdong Jiana Energy Technology Co., Ltd.\* (廣東佳納能源科技有限公司) from 2005 to 2022. She currently serves as the vice president of the Group and is mainly responsible for business management of our Company. Ms. Huang graduated from Guangdong University of Foreign Studies\* (廣東外語外貿大學) majoring in English, and has nearly 20 years of experience in marketing, global key account development and corporate business management.

Ms. Huang has entered into a service contract with the Company for a term of three years commencing from 25 March 2024 and is subject to retirement by rotation and re-election at the upcoming annual general meeting of the Company in accordance with the articles of association of the Company. Under the service contract, Ms. Huang is entitled to a monthly basic salary of RMB63,518 and a discretionary year-end bonus of an amount to be determined by the Board and approved by the Remuneration Committee. The Board determined the remuneration package of Ms. Huang on the basis of the Company's performance, together with Ms. Huang's qualifications, responsibilities, experience, contributions to and positions held with the Company, in particular to her in-depth marketing and management experience which is considered to be highly beneficial to the Company's business growth and development.

As at the date of this announcement, (i) Ms. Huang did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) she did not have any interest 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); (iii) she did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) she did not hold other positions with other members of the Group.

There is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") relating to the appointment of Ms. Huang and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

#### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that with effect from 25 March 2024, Ms. Shi Ying (石瑛) ("**Ms. Shi**") has been appointed as an independent non-executive Director and a member of the audit committee of the Company (the "**Audit Committee**").

Set out below are the biographical details of Ms. Shi:

Ms. Shi, aged 60, graduated from Xi'an Jiaotong University\* (西安交通大學) in 1984 majoring in metal materials and heat treatment (金屬材料與熱處理專業), and obtained a master's degree in business administration from Renmin University of China\* (中國人民大學) in 2000. She successively served as a senior engineer in the Alloy Processing Technology Research Laboratory of Beijing Nonferrous Metal Research Institute\* (北京有色金屬研究總院合金加工工藝研究室), a senior engineer and deputy director in the Scientific Research Department of Beijing Nonferrous Metal Research Institute\* (北京有色金屬研究總院科研處), an assistant to the general manager of Youyan Semiconductor Materials Co., Ltd.\* (有研半導體材料股份有限公司) and an assistant to the general manager of Youyan New Materials Co., Ltd.\* (有研新材料股份有限公司).

Ms. Shi has been the secretary-general of the Integrated Circuit Materials Industry Technology Innovative Alliance\* (集成電路材料產業技術創新戰略聯盟) since 2013, an independent director of JCET Group Co., Ltd.\* (江蘇長電科技股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600584) since May 2019, an independent director of Tianshui Huatian Technology Co., Ltd.\* (天水華天科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002185) since May 2019, and a director of Shanghai Qianghua Industrial Corp. (上海強華實業股份有限公司) since June 2021, and an independent director of Hebei Sinopack Electronic Technology Co., Ltd.\* (河北中瓷電子科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 003031) since March 2019.

Ms. Shi has entered into a letter of appointment with the Company for an initial term of two years commencing from 25 March 2024 and is subject to retirement by rotation and re-election at the upcoming annual general meeting of the Company in accordance with the articles of association of the Company. According to the terms of appointment, Ms. Shi is entitled to an annual salary of HK\$120,000 and a discretionary year-end bonus of an amount to be determined by the Board and approved by the Remuneration Committee. The Board determined the remuneration package of Ms. Shi on the basis of the Company's performance, together with Ms. Shi's qualifications, responsibilities, experience, contributions to and position held with the Company.

Save as disclosed above, as at the date of this announcement, (i) Ms. Shi did not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) she did not have any interest 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); (iii) she did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) she did not hold other positions with other members of the Group.

Ms. Shi has confirmed her independence in accordance with Rule 3.13 of the Listing Rules. There is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules relating to the appointment of Ms. Shi and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Ms. Huang and Ms. Shi for joining the Company.

## **COMPLIANCE WITH THE LISTING RULES**

Reference is made to the announcement of the Company dated 5 February 2024 in relation to, among others, the resignation of Mr. Yin Fusheng as an independent non-executive Director, the chairman of the Remuneration Committee, and a member of each of the Audit Committee and the nomination committee of the Company (the “**Nomination Committee**”).

Following the appointment of Ms. Shi as an independent non-executive Director and a member of the Audit Committee, the Company has re-complied with (i) Rule 3.10(1) of the Listing Rules that the Board must include at least three independent non-executive Directors; and (ii) Rule 3.21 of the Listing Rules that the Audit Committee must comprise a minimum of three members. As the Company has already complied with the relevant Listing Rules in relation to the composition of the Nomination Committee, the composition of the Nomination Committee will remain unchanged.

The compositions of each of the Board committee of the Company with effect from 25 March 2024 are as follows:

*Audit Committee:*

Mr. Lau Kwok Fai Patrick (*Chairman*)

Mr. Zhong Hui

Ms. Shi Ying

*Remuneration Committee:*

Mr. Zhong Hui (*Chairman*)

Mr. Lau Kwok Fai Patrick

Ms. Huang Jieli

*Nomination Committee:*

Mr. Wu Lijue (*Chairman*)

Mr. Lau Kwok Fai Patrick

Mr. Zhong Hui

By Order of the Board  
**Ximei Resources Holding Limited**  
**Wu Lijue**  
*Chairman and executive Director*

Hong Kong, 25 March 2024

\* *For identification purposes only*

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Wu Lijue, Mr. Mao Zili and Ms. Huang Jieli; one non-executive Director, namely Ms. Ouyang Ming; and three independent non-executive Directors, namely Mr. Lau Kwok Fai Patrick, Mr. Zhong Hui and Ms. Shi Ying.*