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**CHINA RONGZHONG FINANCIAL HOLDINGS COMPANY LIMITED**  
**中國融眾金融控股有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 03963)**

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHANGES IN COMPOSITION OF BOARD COMMITTEES AND UPDATES ON NON-COMPLIANCE WITH THE LISTING RULES**

The board of directors (collectively, the “**Board**”, and each a “**Director**”) of China Rongzhong Financial Holdings Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) is pleased to announce that, with effect from 30 December 2024, Mr. Liu Chi Wai (“**Mr. Liu**”) has been appointed as an independent non-executive Director (“**INED**”) of the Company.

The biographies of Mr. Liu are set out in the paragraphs below.

Mr. Liu, aged 49, is currently an executive director of LFG Investment Holdings Limited (stock code: 3938). Mr. Liu is also a director of Lego Corporate Finance Limited. Mr. Liu has acted as a Responsible Officer of Lego Corporate Finance Limited for Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (“**SFO**”) since January 2016 and is one of the sponsor principals of Lego Corporate Finance Limited. Mr. Liu is also a Licensed Representative of Lego Securities Limited for Type 1 (dealing in securities) regulated activity under the SFO since May 2021.

Mr. Liu has accumulated over 25 years of experience in the securities and investment banking industries. Prior to joining LFG Investment Holdings Limited, he had gained corporate finance advisory experience from various licensed corporations. He worked at Quam Capital Limited from February 2009 to January 2016 and his last position was a director of financial advisory department and a Responsible Officer of Quam Capital Limited for Type 6 (advising on corporate finance) regulated activity. Prior to that, he had worked at Optima Capital Limited from April 2005 to January 2009 with his last position as an associate director, South China Finance and Management Limited from May 2004 to March 2005 with his last position as an assistant manager, Hooray Capital Limited from September 2001 to May 2004 with his last position as an assistant manager; and Pacific Challenge Capital Limited from August 2000 to September 2001 as a corporate finance executive. Prior to that, he had worked at Emperor Securities Limited from July 1997 to March 2000 with his last position as a project officer, during which he worked in the settlement department.

Mr. Liu obtained a bachelor's degree in business administration (major in management information systems) from the Hong Kong Baptist University in December 1997.

Mr. Liu has entered into a service contract with the Company for his appointment as an INED for an initial term of two years, which is renewable automatically by one year on the expiry of such initial term and on the expiry of every successive period of one year thereafter. Mr. Liu's appointment as an INED is subject to retirement by rotation, removal, vacation or termination of such office in accordance with the provisions of the Memorandum and Articles of Association of the Company, the laws of the Cayman Islands and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and his term of office shall continue until the next annual general meeting of the Company. Mr. Liu is entitled to a director's fee of HK\$120,000 per annum as specified in his service contract, which was determined by the Board (the decision of which was based on the recommendation of the remuneration committee of the Company) with reference to his duties and responsibilities within the Group and the prevailing market rate for similar position. Such remuneration is subject to review by the remuneration committee of the Company from time to time.

As at the date of this announcement, Mr. Liu does not have any interest in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed in this announcement, Mr. Liu (i) has not previously held any other position in the Company or other members of the Group; (ii) does not have any relationship with any other Directors, senior management, controlling shareholders or substantial shareholders of the Company; and (iii) has not held any directorship in any other public companies the securities of which are listed in any securities markets in Hong Kong or overseas in the past three years.

Mr. Liu has confirmed that (a) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (b) he had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (c) there are no other factors that may affect his independence at the time of his appointment. Considering all of the circumstances described above, the Board considers that Mr. Liu is independent.

There are no other matters concerning Mr. Liu's appointment as an INED that need to be brought to the attention of the shareholders of the Company, and there is no information that needs to be disclosed pursuant to any of the requirements set out in paragraphs 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Liu to join the Board.

## **CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that with effect from 30 December 2024, the composition of the Board committees has been changed. Mr. Liu has been appointed as a member of the audit committee, a member of the risk management committee, the chairman of the nomination committee and the chairman of the remuneration committee of the Company.

## UPDATES ON NON-COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcements of the Company dated 30 September 2024 in relation to, among other things, non-compliance with Rules 3.10(1), 3.10A, 3.21, 3.25 and 3.27A of the Listing Rules.

Following the appointments of Mr. Liu, the Company is now in compliance with Rule 3.10(1), 3.10A, 3.21, 3.25 and 3.27A of the Listing Rules.

By order of the Board  
**China Rongzhong Financial Holdings Company Limited**  
**Wong Emilie Hoi Yan**  
*Executive Director*

Hong Kong, 30 December 2024

*As at the date of this announcement, the executive Director of the Company is Ms. Wong Emilie Hoi Yan; the non-executive Directors of the Company are Mr. Lau Hiu Fung, Ms. Wong Jacqueline Yue Yee, Ms. Wong Michelle Yatyee and Mr. Wong Ming Bun David and the independent non-executive Directors of the Company are Mr. Lie Chi Wing, Mr. Liu Chi Wai and Mr. Ng Yuk Yeung Paul.*