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中國光大控股有限公司
CHINA EVERBRIGHT LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 165)

**CHANGES OF DIRECTORS
AND
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

The Board announces the following changes of Directors and the change in the composition of the Board committees:

- (i) Ms. Pan Wenjie has resigned as a Non-executive Director with effect from 22 March 2024;
- (ii) Mr. Wong Chun Sek Edmund has been appointed as an INED, a member of each of the Audit and Risk Management Committee, the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Board with effect from 22 March 2024;
- (iii) Dr. Chung Shui Ming Timpson, an INED, is subject to retirement by rotation at the AGM in accordance with the Articles. Dr. Chung has informed the Company that as he has been an INED for more than 9 years and with an aim to promote good corporate governance of the Company and healthy development of the Board, he will not seek re-election and will therefore retire from his position as an INED, the Chairman of the Audit and Risk Management Committee of the Board, and a member of each of the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Board at the conclusion of the AGM; and
- (iv) with effect from the retirement of Dr. Chung Shui Ming Timpson at the conclusion of the AGM, Mr. Wong Chun Sek Edmund will act as the Chairman of the Audit and Risk Management Committee of the Board.

Resignation of a Non-executive Director

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Everbright Limited (the “**Company**”) hereby announces that Ms. Pan Wenjie (“**Ms. Pan**”) has resigned as a Non-executive Director in order to devote more time to her other business commitment with effect from 22 March 2024.

Ms. Pan has confirmed that she has no disagreement with the Board and there are no matters with respect to her resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Ms. Pan has demonstrated dedication and diligence during her tenure as a Non-executive Director. The Board would like to express its gratitude to Ms. Pan for her contributions to the Board.

Appointment of an Independent Non-executive Director

The Board announces that Mr. Wong Chun Sek Edmund (“**Mr. Wong**”) has been appointed as an Independent Non-executive Director (the “**INED**”), a member of each of the Audit and Risk Management Committee, the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Board with effect from 22 March 2024. The biographical details of Mr. Wong are set out below:

Mr. Wong Chun Sek Edmund, aged 39, is an independent non-executive Director, a member of each of the Audit and Risk Management Committee, the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Board. Mr. Wong is an independent non-executive director of Confidence Intelligence Holdings Limited (stock code: 1967.HK), High Fashion International Limited (stock code: 608.HK), and China Merchants Land Asset Management Co., Limited which is the manager of China Merchants Commercial Real Estate Investment Trust (stock code: 1503.HK). He served as an independent non-executive director of Deyun Holding Ltd. (now known as Star Shine Holdings Group Limited) (stock code: 1440.HK) from December 2020 to September 2022 and as an independent non-executive director of InvesTech Holdings Limited (stock code: 1087.HK) from June 2017 to May 2021. Mr. Wong is currently a member of the Legislative Council, Election Committee and Disaster Relief Fund Advisory Committee of Hong Kong Special Administrative Region.

Mr. Wong has more than 15 years of experience in accounting, taxation and auditing. He joined Deloitte Touche Tohmatsu as an audit associate in September 2007 and left as an audit senior in November 2011. Mr. Wong has joined Patrick Wong C.P.A. Limited as an audit manager since February 2012 and has been its practicing director since March 2013. Mr. Wong is a member of the Hong Kong Institute of Certified Public Accountants, the Institute of Chartered Accountants in England and Wales, Chartered Accountants in Australia and New Zealand, the Association of Chartered Certified Accountants of the United Kingdom, The Society of Chinese Accountants and Auditors, The Taxation Institute of Hong Kong, The Hong Kong Independent Non-executive Director Association, The Hong Kong Chartered Governance Institute and The Chartered Governance Institute. Mr. Wong obtained a Bachelor’s degree in Accountancy from Hong Kong Baptist University in November 2007, a Master’s degree of Science in Applied Accounting and Finance from Hong Kong Baptist University in November 2013, a Master’s degree in Business Administration from Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong) in October 2016, a Master’s degree in Corporate Governance from Hong Kong Metropolitan University in August 2017 and a Master’s degree in Professional Accounting from The Hong Kong Polytechnic University in 2021.

Save as disclosed above, Mr. Wong (i) does not hold and has not held any other directorships in the last three years in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other position in the Company and its subsidiaries; and (iii) does not have any other relationship with the Directors, senior management of the Company and substantial or controlling Shareholders.

As at the date of this announcement, Mr. Wong does not have any interest in the shares of the Company within the meaning of Part XV of the SFO. A letter of appointment has been entered into between the Company and Mr. Wong stating that the term of his office is from 22 March 2024. As newly appointed Director, Mr. Wong is subject to retirement and, being eligible, will offer himself for re-election at the forthcoming annual general meeting of the Company to be held on 23 May 2024 (the “AGM”) in accordance with the articles of association of the Company (the “Articles”). There is no agreement in respect of the director’s remuneration of Mr. Wong and his director’s remuneration is determined by the Board with reference to the market conditions. As an INED, Mr. Wong is entitled to a director’s fee of HK\$200,000 per annum and a basic allowance of HK\$100,000 per annum. Moreover, he is entitled to an allowance of HK\$12,000 for attending each Board meeting, HK\$7,000 for attending each Nomination Committee meeting, Remuneration Committee meeting and Strategy Committee meeting and HK\$16,000 for attending each Audit and Risk Management Committee meeting.

Mr. Wong has confirmed (a) his independence as regards each of the factors referred to in rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”); (b) that 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) that 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. Wong is independent.

Save as disclosed above, the Board is not aware of any other matters or information that need to be brought to the attention of the Shareholders or to be disclosed pursuant to rule 13.51(2) of the Listing Rules in relation to the appointment of Mr. Wong.

The Board would like to express its welcome to Mr. Wong for joining the Board.

Retirement of an Independent Non-executive Director

The Board announces that Dr. Chung Shui Ming Timpson (“**Dr. Chung**”), an INED, is subject to retirement by rotation at the AGM in accordance with the Articles.

Dr. Chung has informed the Company that as he has been an INED for more than 9 years and with an aim to promote good corporate governance of the Company and healthy development of the Board, he will not seek re-election and will therefore retire from his position as an INED, the Chairman of the Audit and Risk Management Committee of the Board, and a member of each of the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Board at the conclusion of the AGM.

Dr. Chung has confirmed that he has no disagreement with the Board and there are no matters with respect to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

Dr. Chung has demonstrated dedication and diligence during his tenure as an INED. The Board would like to express its gratitude to Dr. Chung for his contributions to the Board.

Change of the Chairman of the Audit and Risk Management Committee of the Board

With effect from the retirement of Dr. Chung at the conclusion of the AGM, Mr. Wong will act as the Chairman of the Audit and Risk Management Committee of the Board.

By Order of the Board
China Everbright Limited
Wan Kim Ying Kasina
Company Secretary

Hong Kong, 22 March 2024

As at the date of this announcement, the Directors of the Company are:

Executive Directors:

Mr. Lin Chun (*President*)
Ms. Wang Yun
Mr. Yin Yanwu

Non-executive Directors:

Mr. Yu Fachang (*Chairman*)
Dr. Qin Hongyuan

Independent Non-executive Directors:

Dr. Lin Zhijun
Dr. Chung Shui Ming Timpson
Mr. Law Cheuk Kin Stephen
Mr. Wong Chun Sek Edmund