

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(Continued into Bermuda with limited liability)

(Stock Code: 8166)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND CONTINUED SUSPENSION OF TRADING

The Board announces that:

Ms. Siu Yuk Ming will be appointed as an independent non-executive Director with effect from 26 March 2024.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of China Eco-Farming Limited (the “**Company**”) is pleased to announce that with effect from 26 March 2024, Ms. Siu Yuk Ming (“**Ms. Siu**”) has been appointed as an independent non-executive Director.

The Board further announces that with effect from 26 March 2024, Ms. Siu has been appointed as a chairman of the audit committee of the Company (the “**Audit Committee**”), the member of each of the nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”).

The biographical details of Ms. Siu are set out below:

Ms. Siu, aged 30, has over five years in the audit profession. She worked in Robert Chui & Co CPA from September 2015 to February 2016 with her last position as audit junior. She worked in PricewaterhouseCoopers from September 2016 to July 2021 with her last position as senior associate in the risk assurance practice. Ms. Siu joined OJ Consulting Limited in July 2021 and has been working on IT audit assignment since then.

Ms. Siu obtained a bachelor degree in business administration with a major in accountancy from The Hong Kong Polytechnic University in September 2015. She has been a Certified Information Systems Auditor of the Information Systems Audit and Control Association since March 2021 and a Certified Public Accountant of The Hong Kong Institute of Certified Public Accountants since May 2021. Ms. Siu is the independent non-executive Director of King Of Catering (Global) Holdings Ltd (stock code: 8619), which is listed on the GEM of the Stock Exchange.

The Company will enter into a service contract with Ms. Siu for a term of two years with effect from 26 March 2024. Ms. Siu will hold the office until the forthcoming annual general meeting of the Company and be eligible for re-election at that meeting pursuant to the articles of association of the Company. Pursuant to Ms. Siu's service contract, she is entitled to a director's fee of HK\$180,000 per annum, which has been approved by the remuneration committee of the Company with reference to, among others, her qualification, experience, duties, potential contributions to the Company and the prevailing market conditions.

Save as disclosed above, Ms. Siu (i) does not hold any position in the Company or any of its subsidiaries or have any other major appointments and professional qualifications; (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (iii) did not hold any other directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement; and (iv) there are no other matters concerning Ms. Siu's appointment that need to be brought to the attention of the shareholders of the Company nor is there any information relating to Ms. Siu that is required to be disclosed pursuant to Rule 17.50 (2) of the GEM Listing Rules.

Further, as at the date of this announcement, Ms. Siu does not have, and is not deemed to have, any interest or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong)) of the Company.

The Board would like to take this opportunity to welcome Ms. Siu in joining the Board.

RE-COMPLIANCE OF THE GEM LISTING RULES

Following the appointment of Ms. Siu, with effect from 26 March 2024, the Company has re-complied with the following requirements of the GEM Listing Rules that:

- (i) A listed issuer shall have at least 3 independent non-executive directors under, and at least one of them shall possess appropriate professional qualifications or accounting or related financial management expertise pursuant to the requirement under Rules 5.05(1) and 5.05(2) of the GEM Listing Rules;
- (ii) The number of independent non-executive directors of a listed issuer shall represent at least one-third of the board under Rule 5.05A of the GEM Listing Rules; and
- (iii) The audit committee of the Company shall have at least three members, at least one of whom shall be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise, and must be chaired by an independent non-executive director pursuant to the requirement under Rule 5.28 of the GEM Listing Rules.

CONTINUED SUSPENSION OF TRADING

Trading in the Company's shares on the Stock Exchange, which was suspended with effect from 9:00 a.m. on 3 April 2023 remains suspended and will continue to be so until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
China Eco-Farming Limited
Liu Chun Fai
Chairman & Executive Director

Hong Kong, 26 March 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Liu Chun Fai (Chairman), Mr. Tin Ka Pak, Timmy (Chief Executive Officer), Mr. Li Aiming, and Mr. So David Tat Man; the independent non-executive Directors of the Company are Mr. Yick Ting Fai, Jeffrey, Mr. Zhang Min and Ms. Siu Yuk Ming.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the Company's website at <http://www.chinaeco-farming.com> and the "Latest Listed Company Information" page of the HKEx website at www.hkexnews.hk for at least 7 days from the date of its publication.