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Shenghui Cleanness Group Holdings Limited

升輝清潔集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2521)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Shenghui Cleanness Group Holdings Limited (the “**Company**”) hereby announces that Ms. Chong Sze Pui Joanne, MH (“**Ms. Chong**”) has resigned as an independent non-executive Director, chairperson of the audit committee of the Company (“**Audit Committee**”) and chairperson of the investment committee of the Company (“**Investment Committee**”) and member of each of remuneration committee of the Company and nomination committee of the Company with effect from 1 June 2024 as she requires more time to pursue her other businesses/commitments.

Ms. Chong confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Ms. Chong for her valuable contribution to the Company during her tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES

Following the resignation of Ms. Chong, the Company has only:

- (i) two independent non-executive Directors (“**INEDs**”), which results in (a) the current number of INEDs falling below the minimum number required under Rules 3.10(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of the Stock Exchange; and (b) no INED has the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules; and
- (ii) two members of the Audit Committee, which results in the number of the Audit Committee members falling below the minimum number required under Rule 3.21 of the Listing Rules.

As such, the Board will make its best endeavors to identify suitable candidate to fill the vacancy as soon as practicable and in any event within three months from 1 June 2024 in order to ensure compliance by the Company with the requirements under the Listing Rules. The Company will make further announcement as soon as practicable after the appointment of the new independent non-executive Director.

By order of the Board
Shenghui Cleanness Group Holdings Limited
Li Chenghua
Chairman and Executive Director

Hong Kong, 1 June 2024

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Li Chenghua and Mr. Chen Liming; and two independent non-executive Directors, namely Ms. Cheung Bo Man and Ms. Yau Yin Hung.