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XJ International Holdings Co., Ltd.

希教國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1765)

APPOINTMENT OF JOINT COMPANY SECRETARY AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the announcement of XJ International Holdings Co., Ltd. (the “**Company**”) dated 26 April 2024 in relation to, among other things, the resignation of Mr. Huang Zhongcai, as a joint company secretary (the “**Joint Company Secretary**”) of the Company (the “**Announcement**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that Mr. He Di (“**Mr. He**”) has been appointed as the Joint Company Secretary with effect from 13 June 2024.

The biographical details of Mr. He is set out as follows:

Mr. He, aged 35, joined the Group in April 2019 as the director of capital market and his daily responsibilities and duties including but not limited to the corporate governance matters, information disclosure, day-to-day operation and monitor and review of the internal control system of the Group. Mr. He previously served as a senior auditor in the audit department and as a senior advisor in the enterprise risk management department at Deloitte Touche Tohmatsu Certified Public Accountants LLP (德勤華永會計師事務所 (特殊普通合伙)) from September 2011 to April 2014. From June 2016 to April 2019, Mr. He served as a senior analyst at Giant Redwood (Shanghai) Asset Management Co., Ltd. (巨杉(上海)資產管理有限公司).

Mr. He obtained a bachelor's degree in international economic law from the Shanghai University of International Business and Economics (上海對外經貿大學) in July 2011 and a master's degree in investment management from the Hong Kong University of Science and Technology (香港科技大學) in June 2016. He holds the non-practicing member certificate of a certified public accountant in the PRC (CICPA) and the certificate of PRC lawyer qualification.

Since Mr. He does not possess the qualifications or relevant experience to fulfil the requirements under Rule 3.28 of the Listing Rules, the Company has applied to The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), for a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules (the "**Waiver**") and has been granted with such Waiver by the Stock Exchange on 13 June 2024. The Waiver is valid for a period of three years from the date of Mr. He's appointment as the Joint Company Secretary (the "**Waiver Period**"), on the conditions that: (i) Mr. He must be assisted by Ms. Chan Yin Wah ("**Ms. Chan**"), the Joint Company Secretary, during the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Mr. He will be assisted by Ms. Chan in his discharge of duties as the Joint Company Secretary during the Waiver Period. Ms. Chan meets the relevant requirements under Rule 3.28 of the Listing Rules. Before the end of the Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Mr. He, having had the benefit of Ms. Chan's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Waiver applies to Mr. He's appointment as a Joint Company Secretary of the Company only. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

For the biographical details of Ms. Chan, please refer to the announcement of the Company dated 28 February 2022. As of the date of this announcement, there is no change in such information.

The Board would like to take this opportunity to welcome Mr. He on his new appointment.

By Order of the Board
XJ International Holdings Co., Ltd.
Zhang Bing
Chairman

Hong Kong, 14 June 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Xu Changjun, Mr. Wang Huiwu and Ms. Lou Qunwei; the non-executive Directors of the Company are Mr. Zhang Bing, Mr. Tang Jianyuan and Mr. Li Tao; and the independent non-executive Directors of the Company are Mr. Xiang Chuan, Mr. Liu Zhonghui and Mr. Zhang Jin.