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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)**

#### **(1) RESIGNATION OF NON-EXECUTIVE DIRECTOR;**

#### **(2) REDESIGNATION OF DIRECTOR;**

#### **(3) APPOINTMENT OF EXECUTIVE DIRECTOR;**

**AND**

#### **(4) CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD**

The board (the “**Board**”) of directors (the “**Director(s)**”) of XJ International Holdings Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following changes in the composition of the Board.

#### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

The Board hereby announces that Mr. Tang Jianyuan (“**Mr. Tang**”) has tendered his resignation as a non-executive Director and a member of the audit committee of the Board (the “**Audit Committee**”) of the Company with effect from 27 September 2024 in order to devote more time for his personal matters.

Mr. Tang has confirmed that he has no disagreement with the Board and that there is no other matter relating to his resignation that is required to be brought to the attention of the holders of securities of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude for Mr. Tang’s contribution to the Group during his tenure of office.

## REDESIGNATION OF DIRECTOR

Following Mr. Tang’s resignation, Mr. Xu Changjun (“**Mr. Xu**”) has been re-designated from the position of an executive Director to a non-executive Director, ceased to be a member of the strategy and development committee of the Company (the “**Strategy and Development Committee**”) and has been appointed as a member of the Audit Committee of the Board with effect from 27 September 2024 (the “**Redesignation**”).

The biographical details of Mr. Xu are set out as follows:

Mr. Xu, aged 67, obtained his master’s education in statistics at Southwestern University of Finance and Economics in June 1989 and was qualified as a certified accountant in June 2000. He was selected as “Outstanding CFO in China” by Xin Li Cai Magazine\* (《新理財》) in April 2009 and was chosen to be featured on the cover page of CFO World in April 2010.

Mr. Xu was the chief auditor and director of financial supplies of Xihua University (formerly Chengdu Normal College (成都師範高等專科學校)) from 1989 to 1997, during which he was also the vice president of Sichuan Accounting Association of Colleges\* (四川省高校會計學會). From March 1997 to June 2010, he served as the director of the finance department, the supervision and audit department and the investment department of East Hope Group Co., Limited. Mr. Xu has been a director of Sichuan Hope Education Industry Group Limited\* since April 2012. Mr. Xu also served as the chairman of Sichuan Hope Education Industry Group Limited (四川希望教育產業集團有限公司) from September 2016 to June 2022. Mr. Xu served as the chairman of the Company from 2 February 2018 to 18 February 2022 and has been an executive director of the Company since 13 March 2017.

Mr. Xu has entered into a new service contract with the Company for a term of three years commencing on 27 September 2024, and will be subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), the articles of association of the Company and other applicable regulations and laws, until either Mr. Xu or the Company issues a notice in writing to the other party or pursuant to other terms in the service contract for termination of service. The remuneration of Mr. Xu will be determined by the Board with reference to his duties and responsibilities in the Group.

As at the date of this announcement, after making all reasonable enquiries by the Board and save as disclosed above, Mr. Xu has confirmed that he (i) is not related to any other Director, senior management of the Company, substantial or controlling Shareholders; (ii) did not hold any directorship in other public companies with securities listed on any securities market in Hong Kong or overseas in the past three years; (iii) does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) does not hold any other positions in the Company or other members of the Group; and (v) does not have other material appointments or professional qualifications.

Save as disclosed above and as at the date of this announcement, in relation to the appointment of Mr. Xu, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that should be brought to the attention of the Shareholders.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Deng Yi (“**Mr. Deng**”) has been appointed as an executive Director and a member of the Strategy and Development Committee with effect from 27 September 2024.

The brief biographical details of Mr. Deng are set out below:

Mr. Deng, aged 40, graduated from Shanghai International Studies University (上海外國語大學) International Economic Law School with a bachelor’s degree in international economic law in June 2006.

From August 2006 to December 2008, Mr. Deng worked as an auditor of KPMG Huazhen Certified Public Accountants LLP. Mr. Deng also served as (i) the manager of the audit department of Honghua Group Limited (stock code: 0196) (“**Honghua Group**”) from January 2009 to August 2010, (ii) the financial manager of Dubai Honghua Golden Coast Equipment Limited\* (迪拜宏華金海岸設備有限公司) from September 2010 to September 2011, (iii) the finance director of Hong Kong Honghua Oil & Gas Engineering Services Company Limited\* (香港宏華油氣工程服務有限公司) from September 2010 to February 2017; and (iv) the finance director of the oil and gas engineering division of the Honghua Group from September 2010 to February 2017.

Mr. Deng has served as (i) the executive director of Guanghe Kunji Business Operation Management Co., Ltd.\* (光合鯤驥商業運營管理公司) since September 2020, (ii) the vice president of Sichuan Hope Huawu Industrial Development Group\* (四川希望花舞實業發展集團) since July 2023 and (iii) the chairman of Hainan Hope Huawu Investment Co. Ltd\* (海南希望花舞投資有限公司) since July 2023.

The Company has entered into a service contract with Mr. Deng, he is not appointed for a specific term but will be subject to retirement by rotation and re-election at the annual general meeting of the Company pursuant to the Listing Rules, the articles of association of the Company and other applicable regulations and laws, until either Mr. Deng or the Company issues a notice in writing to the other party or pursuant to other terms in the service contract for termination of service. The remuneration of Mr. Deng will be determined by the Board with reference to his duties and responsibilities in the Group.

After making all reasonable enquiries by the Board and save as disclosed above, as at the date of this announcement, Mr. Deng has confirmed that he does not (i) hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) hold any other positions in the Company or other members of the Group; (iii) have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company; and (iv) have any other interest in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed herein, the Company is not aware of any other matter relating to the appointment of Mr. Deng that needs to be brought to the attention of the Shareholders and there is no other information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Deng for joining the Board.

By Order of the Board  
**XJ International Holdings Co., Ltd.**  
**Zhang Bing**  
*Chairman and non-executive Director*

Hong Kong, 27 September 2024

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

\* *for identification purpose only*