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中國海外諾信國際控股有限公司

CHINA OVERSEAS NUOXIN INTERNATIONAL HOLDINGS LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 00464)**

## **CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of China Overseas Nuoxin International Holdings Limited (the “**Company**”) is pleased to announce that Mr. Hu Zhigang (胡志剛先生) (“**Mr. Hu**”) has been appointed as an independent non-executive Director, and a member of the audit committee, remuneration committee and nomination committee of the Board with effect from 24 April 2020.

#### **Mr. Hu**

Mr. Hu, aged 70, graduated from Nanjing Normal University with a bachelor’s degree in economic management. He also obtained a degree of master of public administration from University of Canberra in Australia. He served as the vice president of China Real Estate Association, the deputy director and the director of Nanjing Real Estate Administration, the deputy secretary of Nanjing Real Estate Administration Committee and the deputy director and member of working committee of Nanjing Xianlin University Town Management Committee. He has gained more than 30 years of extensive experience in real estate market management in the PRC.

Save as disclosed above, Mr. Hu and his immediate family members:

- (i) do not hold any position in the Company or other members of the Group;
- (ii) do not hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this announcement;
- (iii) are not interested in and do not hold any short position in any shares or underlying shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO; and
- (iv) are not connected and do not have any relationship with any Directors, senior management of the Company or substantial or controlling Shareholders, or any of his respective associates, as defined in the Listing Rules.

Mr. Hu will enter into a service contract or letter of appointment (as the case maybe) with the Company after his appointment. His directorship will be subject to retirement by rotation and re-election pursuant to the memorandum and articles of association of the Company. The director's remuneration or director's fee will be determined by the remuneration committee of the Company based on his qualifications, experience, level of responsibilities undertaken and the prevailing market conditions.

Save as disclosed above, there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Hu that need to be brought to the attention of the shareholders of the Company.

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF BOARD COMMITTEES**

The Board wishes to announce that Mr. Chan Ka Yin (“**Mr. Chan**”) has resigned as an independent non-executive Director and chairman and member of audit committee, remuneration committee and nomination committee of the Board with effect from 24 April 2020 due to his personal and other business commitments.

Mr. Chan has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Chan for his valuable efforts and contributions to the Company during his tenure.

## **APPOINTMENT OF CHAIRMAN OF THE BOARD COMMITTEES**

Following the resignation of Mr. Chan as the chairman of audit committee, remuneration committee and nomination committee of the Board, Mr. Lam Yick Man has been appointed as the chairman of the audit committee with effect from 24 April 2020. Mr. Hu Zhigang has been appointed as the chairman of the remuneration committee and nomination committee with effect from 24 April 2020.

By order of the Board  
**China Overseas Nuoxin International Holdings Limited**  
**Zhang Huijun**  
*Director*

Hong Kong, 24 April 2020

*As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Gao Jianbo, Ms. Cai Dongyan, Mr. Zhang Huijun, Ms. Pauline Lam and Mr. Lin Liangyong, and three independent non-executive Directors, namely Mr. Lam Yick Man, Mr. Hu Zhigang and Mr. Huang Zhiwei.*

*Website: [www.co-nuoxin.com](http://www.co-nuoxin.com)*