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Appointment of Executive Directors and Independent Non-Executive Director

The board of directors (the “**Board**”) of China South City Holdings Limited (the “**Company**”) together with its subsidiaries, collectively the “**Group**”) is pleased to announce the following appointments of directors of the Company (the “**Directors**”) with effect from 16 June 2022:

- (1) Mr. Wan Hongtao (“**Mr. Wan**”) has been appointed as an Executive Director of the Company and the Group’s Vice President;
- (2) Mr. Qin Wenzhong (“**Mr. Qin**”) has been appointed as an Executive Director of the Company and the Group’s Financial Controller; and
- (3) Ms. Shen Lifeng (“**Ms. Shen**”) has been appointed as an Independent Non-Executive Director of the Company and a member of each of the audit committee (the “**Audit Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Board.

The biographical details of Mr. Wan, Mr. Qin and Ms. Shen are as follows:

Mr. Wan Hongtao, aged 43, has been appointed as an Executive Director of the Company and the Group’s Vice President. Mr. Wan is primarily in charge of the Company’s operation management, strategic coordination and new business development. Prior to joining the Group, Mr. Wan previously held various positions in Shenzhen SEZ Construction and Development Group Co., Ltd.* (深圳市特區建設發展集團有限公司) (“**SZCDG**”, the single largest shareholder of the Company) and its certain subsidiaries, including a supervisor of Guangdong Special Construction Development East Investment Co., Ltd.* (廣東特建發東部投資有限公司), a subsidiary of SZCDG; and the deputy director of the Discipline Inspection and Supervision Office (Office of the Board of Supervisors), the deputy director of the Office (Secretariat of the Board of Directors), and the deputy director of the Office (Secretariat of the Board of Directors) of SZCDG. Mr. Wan graduated from Nanjing University of Science and Technology with a major in Economic Law and a minor in Accounting in 2000, and obtained a Master’s degree in Business Administration from Lanzhou University in 2016.

Save as disclosed above, Mr. Wan did not hold any directorship in other public companies of which the securities are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, nor hold any position with the Company or any of its subsidiaries. As far as the Board is aware, save as disclosed above, Mr. Wan does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder (as defined in the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Listing Rules**”)) of the Company.

As at the date of this announcement, Mr. Wan does not have any interest in nor is deemed to have any interest in any share or underlying share of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Wan has entered into a service contract with the Company as an Executive Director of the Company with a three-year term with effect from 16 June 2022. He shall hold office until the next general meeting of the Company, and be eligible for re-election at such general meeting pursuant to the Company’s Articles of Association. Mr. Wan will not receive any director’s remuneration from the Company.

Save as disclosed herein, there is no other matter relating to the appointment of Mr. Wan as an Executive Director of the Company that needs to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Mr. Qin Wenzhong, aged 55, has been appointed as an Executive Director of the Company and the Group’s Financial Controller. He is primarily in charge of the Company’s internal audit, financial management, tax management and fund management, coordinating the financing of the Company and is responsible for coordinating domestic financing, etc. Prior to joining the Group, Mr. Qin previously held various positions in SZCDG and its certain subsidiaries, including the head of the cost contract audit department and the head of the financial management department of SZCDG. Mr. Qin is currently the chairman of the board of directors of Shenzhen Special Construction Development Asia Business Private Equity Investment Fund Management Co., Ltd* (深圳市特建發亞商私募股權投資基金管理有限公司), a subsidiary of SZCDG. Mr. Qin obtained a Bachelor of Economics from Peking University in 1988.

Save as disclosed above, Mr. Qin did not hold any directorship in other public companies of which the securities are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, nor hold any position with the Company or any of its subsidiaries. As far as the Board is aware, save as disclosed above, Mr. Qin does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. Qin does not have any interest in nor is deemed to have any interest in any share or underlying share of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Qin has entered into a service contract with the Company as an Executive Director of the Company with a three-year term with effect from 16 June 2022. He shall hold office until the next general meeting of the Company, and be eligible for re-election at such general meeting pursuant to the Company’s Articles of Association. Mr. Qin will not receive any director’s remuneration from the Company.

Save as disclosed herein, there is no other matter relating to the appointment of Mr. Qin as an Executive Director of the Company that needs to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Ms. Shen Lifeng, aged 56, has been appointed as an Independent Non-Executive Director of the Company and a member of each of the Audit Committee, Remuneration Committee and Nomination Committee. Prior to joining the Group, Ms. Shen served as the legal director and deputy general manager of China Textile Import & Export Corporation Hebei Branch Company* (中紡進出口總公司河北省分公司), the executive deputy general manager of Shenglun Import & Export Group Co., Ltd. (聖倫進出口集團股份有限公司), the vice chairman of board of directors and the general manager of Shaanxi Kunzheng Mining Co., Ltd.* (陝西坤正礦業股份有限公司), the chief executive officer of Hong Kong Porda Havas International Financial Communication Group*(香港博達浩華國際財經傳訊集團). Ms. Shen is currently an executive director of China Tianbao Group Development Company Limited (stock code: 1427) and an independent non-executive director of Hebei Construction Group Corporation Limited (stock code: 1727), shares of both companies are listed on the Stock Exchange. She is also the deputy secretary general of the Hong Kong State-owned Assets Investment Association and an independent director of SZCDG. Ms. Shen has solid basic professional knowledge of civil law, company law, financial law and other civil and commercial law. She has worked in multinational institutions in Hong Kong for 7 years and has 20 years of experience in large state-owned enterprises, foreign companies, multinational companies, and had been executives and independent directors of listed companies. Ms. Shen obtained a Master's degree in Sociology from the University of Hong Kong, a Master's degree in Economics from Hebei University, and a Ph.D in Civil and Commercial Law from Peking University.

Save as disclosed above, Ms. Shen did not hold any directorship in other public companies of which the securities are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement, nor hold any position with the Company or any of its subsidiaries. As far as the Board is aware, save as disclosed above, Ms. Shen does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Ms. Shen does not have any interest in nor is deemed to have any interest in any share or underlying share of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Shen has entered into an appointment letter with the Company as an Independent Non-Executive Director of the Company with a three-year term with effect from 16 June 2022. She shall hold office until the next general meeting of the Company, and be eligible for re-election at such general meeting pursuant to the Company's Articles of Association. Ms. Shen will receive director's remuneration of HK\$380,000 per annum from the Company.

Save as disclosed herein, there is no other matter relating to the appointment of Ms. Shen as an Independent Non-Executive Director of the Company that needs to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board sincerely express its warmest welcome to Mr. Wan, Mr. Qin and Ms. Shen on their appointments as Directors of the Company.

For and on behalf of the Board
China South City Holdings Limited
CHENG Chung Hing
Chairman and Executive Director

Hong Kong, 16 June 2022

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Chung Hing, Ms. Geng Mei, Mr. Wan Hongtao, Mr. Qin Wenzhong and Ms. Cheng Ka Man Carman; the non-executive directors of the Company are Mr. Cheng Tai Po and Mr. Lei Ming; and the independent non-executive directors of the Company are Mr. Leung Kwan Yuen Andrew, GBM, GBS, JP, Mr. Li Wai Keung, Mr. Hui Chiu Chung, JP and Ms. Shen Lifeng.

** For identification purpose only.*