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Ronshine China Holdings Limited

融信中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3301)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
NON-COMPLIANCE WITH CERTAIN LISTING RULES**

This announcement is made by Ronshine China Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that Mr. He Jiarong (“**Mr. He**”) has tendered his resignation as independent non-executive Director, chairman of the audit committee (the “**Audit Committee**”), and member of each of the remuneration committee (the “**Remuneration Committee**”) and nomination committee (the “**Nomination Committee**”) of the Company, all with effect from 11 December 2024 in order to devote more time to his other business commitments. Thereafter, Mr. He will cease to hold any position in the Group.

Mr. He has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. He for his valuable contribution to the Company during his tenure of office.

NON-COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1), 3.10A AND 3.21 OF THE LISTING RULES

Following the resignation of Mr. He, the Company fails to meet the following requirements of the Listing Rules:

- (i) pursuant to Rules 3.10 and 3.10A of the Listing Rules, the Company must appoint at least three independent non-executive Directors (“INEDs”, each an “INED”), one of whom must have appropriate professional qualifications or accounting or related financial management expertise pursuant to Rule 3.10(2) of the Listing Rules, and the number of INEDs should represent at least one-third of the Board;
- (ii) pursuant to Rule 3.21 of the Listing Rules, the Audit Committee must be chaired by an INED and must comprise of three members, with at least one of them being an INED with appropriate professional qualifications or accounting or related financial management expertise required under Rule 3.10(2) of the Listing Rules;
- (iii) the Remuneration Committee must comprise a majority of INEDs pursuant to Rule 3.25 of the Listing Rules; and
- (iv) the Nomination Committee must comprise a majority of INEDs pursuant to Rule 3.27A of the Listing Rules.

The Company is in the course of identifying a suitable candidate to fill up the casual vacancy arising from the resignation of Mr. He with a view to complying with the relevant Listing Rules as soon as practicable, and will make further announcement(s) as and when appropriate.

By order of the Board
Ronshine China Holdings Limited
Ou Zonghong
Chairman

Hong Kong, 11 December 2024

As at the date of this announcement, Mr. Ou Zonghong, Ms. Yu Lijuan, Ms. Zeng Feiyan and Mr. Wu Jianxing are the executive Directors; Mr. Li Shupeí is the non-executive Director; and Mr. Ren Yunan and Mr. Ruan Weifeng are the independent non-executive Directors.