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CHINA WOOD
中木國際

CHINA WOOD INTERNATIONAL HOLDING CO., LIMITED

中木國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1822)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES
AND
NON-COMPLIANCE OF LISTING RULES**

This announcement is made by China Wood International Holding Co., Limited (the “**Company**”, collectively with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of the Company announces that Mr. Zhao XianMing (“**Mr. Zhao**”) has resigned as an Independent Non-executive Director, chairman of each of the audit committee and remuneration committee, and a member of the nomination committee of the Company with effect from 1 April 2025 due to his other work commitments.

Mr. Zhao has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange. The Board would like to take this opportunity to express its sincere gratitude and appreciation to Mr. Zhao for his valuable contribution to the Company during the tenure of his office as a Director.

The Board who announces that Mr. Zhao is appointed as the Legal Manager (International Legal Affairs) of the Group with effect from 1 April 2025.

NON-COMPLIANCE WITH THE LISTING RULES

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

1. the board of directors must include at least three independent non-executive directors, under Rule 3.10(1) of the Listing Rules; and
2. the audit committee comprising non-executive directors only and with a minimum of three members under Rule 3.21 of the Listing Rules.

In order to comply with the Listing Rules, the Company is in the course of identifying suitable candidates to fill the vacancies for the positions of independent non-executive director and member of each of the audit committee, the remuneration committee and the nomination committee. The Company will endeavour to appoint suitable candidates as soon as practicable and within three months from the date of resignation of Mr. Zhao. The Company will make further announcement(s) as and when appropriate.

By order of the Board
China Wood International Holding Co., Limited
中木國際控股有限公司
Lyu NingJiang
Chairman and Executive Director

Hong Kong, 1 April 2025

As at the date of this announcement, the Board comprises of Mr. Lyu NingJiang (Chairman and CEO) and Ms. Ng Lai Ha as executive directors, Mr. Hu YongGang as non-executive director; and Mr. Chan Lik Shan and Mr. So Yin Wai as independent non-executive directors.