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CONCH VENTURE
China Conch Venture Holdings Limited
中國海螺創業控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 586)

**CHANGE OF NON-EXECUTIVE DIRECTOR
AND
CHANGES IN THE COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 27 March 2025:

- (1) Mr. LIU Yan will resign as a non-executive Director, a member of the Remuneration and Nomination Committee and a member of the Strategy, Sustainability and Risk Management Committee; and
- (2) Mr. LYU Wenbin will be appointed as a non-executive Director, a member of the Remuneration and Nomination Committee and a member of the Strategy, Sustainability and Risk Management Committee.

The board (the “**Board**”) of directors (the “**Directors**”) of China Conch Venture Holdings Limited (the “**Company**“, together with its subsidiaries, the “**Group**”) hereby announces the following changes in the composition of the Board and the Board committees:

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND MEMBER OF BOARD COMMITTEES

Mr. LIU Yan (“**Mr. Liu**”) will resign as a non-executive Director, a member of the remuneration and nomination committee (the “**Remuneration and Nomination Committee**”) and a member of the strategy, sustainability and risk management committee (the “**Strategy, Sustainability and Risk Management Committee**”) of the Board, all with effect from 27 March 2025, due to work adjustment.

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

The Board would like to take this opportunity to express its gratitude to Mr. Liu for his contributions to the Company during his tenure of office.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND MEMBER OF BOARD COMMITTEES

The Board is pleased to announce that Mr. LYU Wenbin (呂文斌) (“**Mr. Lyu**”) will be appointed as a non-executive Director, a member of the Remuneration and Nomination Committee and a member of the Strategy, Sustainability and Risk Management Committee, all with effect from 27 March 2025. Pursuant to the articles of association (the “**Articles of Association**”) of the Company, Mr. Lyu will hold office as a non-executive Director until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election.

The biographical details of Mr. Lyu are set out below:

Mr. Lyu, aged 58, possesses extensive experience in corporate management. Mr. Lyu has been appointed as a non-executive director of China Conch Environment Protection Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 00587) on 24 March 2025. Mr. Lyu has been an employee representative supervisor of Tianshan Material Co., Ltd.* (天山材料股份有限公司) (formerly known as Xinjiang Tianshan Cement Co., Ltd.* (新疆天山水泥股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 000877)) since March 2023. He has been the president of Hunan South Cement Group Company Limited* (湖南南方水泥集團有限公司) (“**Hunan South Cement**”) since January 2015, the secretary of the Party Committee of Hunan South Cement since December 2019 and the chairman of Hunan South Cement since December 2021.

Mr. Lyu was the chairman and president of Sinoma Cement Co., Ltd.* (中材水泥有限責任公司) from December 2021 to December 2022 and the chairman of Jiangxi South Cement Company Limited* (江西南方水泥有限公司) from June 2020 to December 2021. He served successively as the general manager of the materials department, the vice president, the executive vice president and a member as well as a standing member of the Party Committee of South Cement Company Limited* (南方水泥有限公司) from May 2009 to January 2022. Mr. Lyu also served as the deputy manager of the corporate management department and the general manager of the operations management department of China United Cement Corporation* (中國聯合水泥集團有限公司) respectively from June 2002 to September 2009, and also the deputy general manager of Beijing China United Guantong Economic and Trade Co., Ltd.* (北京中聯貫通經貿有限公司) from January 2000 to June 2002. He served as an employee and the deputy director of the computing centre of Beijing New Building Material Factory* (北京新型建築材料總廠) from July 1987 to March 1993, and worked at the computing centre of China New Building Materials Corporation* (中國新型建築材料公司) from January 1993 to January 2000.

Mr. Lyu received a bachelor’s degree in computer science and technology from Beijing Institute of Technology* (北京理工大學) in July 2002 and a master’s degree in business administration from Beijing Institute of Technology* in June 2008. He is a senior engineer.

Mr. Lyu will enter into a letter of appointment as a non-executive Director with the Company for a term of three years commencing from 27 March 2025, subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the provisions of the Articles of Association. Pursuant to the letter of appointment, Mr. Lyu is not entitled to receive any remuneration from the Company after due consideration with reference to the Company's remuneration policies.

Save as disclosed above, as at the date of this announcement, Mr. Lyu (i) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other directorships in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, or other major appointments and professional qualifications; and (iv) does not hold any other positions in the Group.

Save as disclosed above, as at the date of this announcement, there are no other matters that need to be brought to the attention of the shareholders of the Company regarding the appointment of Mr. Lyu and there is no other information relating to Mr. Lyu that is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. The Board would like to take this opportunity to welcome Mr. Lyu to join the Board.

On Behalf of the Board
China Conch Venture Holdings Limited
GUO Jingbin
Chairman

Anhui Province, the People's Republic of China
26 March 2025

As at the date of this announcement, the Board comprises Mr. GUO Jingbin (Chairman), Mr. JI Qinying (Vice-Chairman and Chief Executive Officer), Mr. WANG Xuesen, Mr. HE Guangyuan and Mr. WAN Changbao as executive Directors; Mr. LIU Yan as non-executive Director; and Mr. CHAN Chi On (alias Derek CHAN), Mr. CHAN Kai Wing and Ms. CHENG Yanlei as independent non-executive Directors.

* *English translation or transliteration of Chinese name for identification purpose only*