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YUE DA INTERNATIONAL HOLDINGS LIMITED

悅達國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 629)

- (1) RESIGNATION OF NON-EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHAIRMAN OF THE AUDIT COMMITTEE;
(3) CHANGE OF AUTHORISED REPRESENTATIVE; AND
(4) NON-COMPLIANCE WITH NON-COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21,
3.25 and 3.27A**

The Board announces that, with effect from 15 June 2026:

- i. Ms. Tang Lo Nar has been appointed as an independent non-executive Director of the Company and the chairman of the audit committee of the Company;
- ii. Mr. Hu Huaimin has resigned from his position as a non-executive Director of the Company and as an Authorised Representative; and
- iii. Mr. Cheng Man Hung, the company secretary of the Company, ceased to be alternate Authorised Representative and was appointed as an Authorised Representative.

Reference is made to the announcement of Yue Da International Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 15 May 2026 in relation to, among other things, non-compliances with Rule 3.10(1), Rule 3.10A, Rule 3.21, Rule 3.25, Rule 3.27A and Rule 13.92(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), relating to, among other things, an insufficient number and proportion of independent non-executive Directors, the audit committee of the Company (the "**Audit Committee**") does not meet the requirements of Rule 3.21, and the Board does not include directors of different genders.

The board (the "**Board**") of directors (the "**Directors**") of the Company hereby announces the following changes in the composition of the Board.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

On 15 June 2026, Mr. Hu Huaimin ("**Mr. Hu**") tendered his resignation as a non-executive Director of the Company due to re-designation of roles the ultimate beneficial owner of the Company and its subsidiaries. His resignation will take effect on the same day.

Mr. Hu has confirmed that he has no disagreement in any respect with the Board and that there are no matters which need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") in connection with his resignation as a non-executive director of the Company.

The Company would like to express its sincere gratitude to Mr. Hu for his valuable contributions to the Board and the Company during his term of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE

The Board is pleased to announce that, with effect from 15 June 2026, Ms. Tang Lo Nar ("**Ms. Tang**") was appointed as an independent non-executive director of the Company and as chairman of the Audit Committee.

Set out below are the biographical details of Ms. Tang.

Ms. Tang, aged 53, has over 20 years in accounting, tax, audit, company secretarial and finance. From 1995 to 2004, Ms. Tang worked in leading accounting firms, handling various matters of accounting, tax and audit matters. Since 2004, Ms. Tang began her own business by establishing a private company in Hong Kong to provide accounting, management consultancy, tax planning and company secretarial services. Ms. Tang was the company secretary of certain Hong Kong Main Board listed companies and Hong Kong GEM listed company from 2008 to 2021.

Ms. Tang is a fellow member of the Association of Chartered Certified Accountants and a member of the Hong Kong Institute of Certified Public Accountants and the Hong Kong Chartered Governance Institute. Ms. Tang obtained a master's degree in Applied Finance from University of Western Sydney in 2004, a master's degree in English for Professions from The Hong Kong Polytechnic University in 2002, and a bachelor's degree in Accountancy from The Hong Kong Polytechnic University in 1995. Ms. Tang is currently an executive director, the chief financial officer and the company secretary of Shuanghua Holdings Limited (stock code: 1241), a company listed on the Main Board of the Stock Exchange. She acted as the independent non-executive director of a Hong Kong Main Board listed company, namely Ganglong China Property Group Limited (stock code: 6968) from May 2020 to June 2025.

Save as disclosed above, as at the date of this announcement, Ms. Tang confirms that she (i) does not have any relationship with any Director, senior management, chief executive, substantial or controlling shareholder of the Company and holds no other positions within the Company and other members of the Group; (ii) does not have nor is deemed to have any interest in the shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) does not hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years up to the date of this announcement.

The Company entered into a letter of appointment with Ms. Tang for a term of three years commencing on 15 June 2026, which will be automatically renewed unless otherwise agreed by the Company and Ms. Tang in writing or until her appointment is terminated in accordance with the provisions thereto. She will hold office as an independent non-executive Director until the Company's first annual general meeting after her appointment and will be subject to re-election at such meeting pursuant to the articles of association of the Company (the "**Articles**"). Thereafter, Ms. Tang's directorship is subject to the provisions of retirement by rotation and re-election of Directors under the Articles. Ms. Tang is entitled to an annual director's fee of HK\$120,000 which is determined with reference to her experience and duties as well as prevailing market conditions. Her remuneration is subject to review by the Board and the remuneration committee of the Company from time to time.

Ms. Tang has confirmed (i) her independence as regards each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) she does not have, and has not had, any financial or other interest in the business of the Group, nor any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence as at the time of her appointment.

Save as disclosed above, there are no other matters or information that need to be brought to the attention of shareholders of the Company or to be disclosed pursuant to Rules 13.51(2) of the Listing Rules in relation to the aforesaid appointment.

The Board would like to express its warm welcome to Ms. Tang to the Board.

CHANGE OF AUTHORISED REPRESENTATIVE

With effect from 15 June 2026, Mr. Hu Huaimin has also resigned as an authorised representative of the Company under Rule 3.05 of the Listing Rules (the “**Authorised Representative**”) after resigning as a non-executive Director. Mr. Cheng Man Hung, the company secretary of the Company, ceased to be alternate Authorised Representative of the Company and was appointed as the Authorised Representative of the Company in replacement of Mr. Hu Huaimin with effect from the same day, 15 June 2026. Mr. Ji Hulin, an executive Director, remains the other Authorised Representative.

NON-COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21, 3.25 and 3.27A

Given that the Board continues to have only two independent non-executive Directors, (i) the number of independent non-executive Directors remains below the minimum of three independent non-executive Directors on the Board pursuant to Rule 3.10(1) of the Listing Rules; (ii) the number of independent non-executive Directors remains below the minimum of one-third of the Board under Rule 3.10A of the Listing Rules; (iii) the number and composition of Audit Committee members remain below the requirements of Rule 3.21 of the Listing Rules; (iv) the Remuneration Committee does not comprising a majority of independent non-executive Directors and lacks an independent non-executive Director as chair under Rule 3.25 of the Listing Rules; and (vi) the Nomination Committee does not comprise a majority of independent non-executive Directors under Rule 3.27A of the Listing Rules.

The Company is endeavoring to identify a suitable candidate to fill up the abovementioned vacanc(ies) as soon as practicable and in any event within three months from 15 May 2026, and will make further announcement(s) as and when appropriate.

By order of the Board
Yue Da International Holdings Limited
Ji Hulin
Chairman and Executive Director

Hong Kong, 15 June 2026

As at the date of this announcement, the Board comprises the following members: (a) as executive Directors, Mr. Ji Hulin, Mr. Xue Zhicheng, Mr. Pan Mingfeng and Dr. Teng Songsong (b) as non-executive Director, Mr. Yan Bingde; and (c) as independent non-executive Directors, Dr. Liu Yongping and Ms. Tang Lo Nar.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail