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上善黃金國際控股有限公司

SHANGSHAN GOLD INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1939)

- (1) RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (3) CHANGE OF COMPANY SECRETARY;**
- (4) CHANGE OF AUTHORISED REPRESENTATIVE; AND**
- (5) CHANGES IN COMPOSITION OF BOARD COMMITTEES**

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

(1) RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Qian Yuanyuan (“**Ms. Qian**”) has resigned as executive Director, a member of nomination committee and ceased to act as an authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Listing Rules with effect from 31 December 2025 due to her other personal commitment.

The Board also announces that Professor Hu Zuohao (“**Professor Hu**”) has tendered his resignation as an independent non-executive director to the Company in order to devote more time to his personal affairs. His resignation will take effect on 31 December 2025, and his membership at the remuneration committee and nomination committee, and chairman of corporate governance committee of the Board will also cease with effect from the same date.

Each of Ms. Qian and Professor Hu has confirmed that she/he has no disagreement with the Board and there are no other matters in relation to her/his resignation that need to be brought to the attention of the shareholders of the Company (“**the Shareholders**”) and the Stock Exchange.

The Board would like to express its sincere gratitude to Ms. Qian and Professor Hu for their invaluable contribution to the Company during their tenure of office.

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Dr. Li Jing (“**Dr. Li**”) has been appointed as an independent non-executive director with effect from 31 December 2025.

The biographical details of Dr. Li are set out as follows:

Dr. Li, aged 40, graduated with a bachelor’s degree in International Economics and Trade from Northwestern Polytechnical University in 2008. She then obtained a doctor of Economics from Tsinghua University in 2016. Dr. Li has more than 10 years of experience in human resource and administration and she currently serves as a director of Ganzhou City Nankang District Human Resources Co., Ltd.

Dr. Li has entered into a letter of appointment with the Company for an initial term of one year commencing from the date of her appointment, which shall be renewed automatically for successive terms of one year unless terminated by either party with one-month written notice. She shall be subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company. Pursuant to the aforesaid letter of appointment, Dr. Li is entitled to a Director’s fee of HK\$180,000 per annum, which was determined on the recommendation of the remuneration committee of the Board and her qualifications, experience, position and responsibilities in the Company and the prevailing market condition. The Director’s fee of Dr. Li will be reviewed annually by the Board with reference to her duties and responsibilities with the Group and the Group’s remuneration policy. During her terms of service, save for the Director’s fee, no remuneration shall be payable by the Company to Dr. Li for her appointment as a Director, and she shall not be entitled to any bonuses as well.

Save as disclosed in this announcement, as at the date of this announcement, to the best information, knowledge and belief of the Board and having made all reasonable enquiries, Dr. Li (i) has not held any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have, and is not deemed to have, any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other positions with the Company or other members of the Group; and (iv) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as each respectively defined in the Listing Rules) of the Company.

Dr. Li has confirmed (i) her independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, the Company is not aware of any other information relating to the appointment of Dr. Li that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders or the Stock Exchange.

(3) CHANGE OF COMPANY SECRETARY

The Board further announces that Mr. Chak Chi Shing (“**Mr. Chak**”) has resigned as the company secretary of the Company (the “**Company Secretary**”) and ceased to act as the Authorised Representative with effect from 31 December 2025. Mr. Chak 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 Stock Exchange and the Shareholders.

The Board is pleased to announce that Ms. Yu Bik Chun (“**Ms. Yu**”) has been appointed as the Company Secretary and an Authorised Representative in replacement of Mr. Chak with effect from 31 December 2025.

The biographical details of Ms. Yu are set out below:

Ms. Yu holds a diploma in accounting and a master’s degree in International Accounting and is a member of the Hong Kong Institute of Certified Public Accountants. She has accumulated extensive experience in auditing and accounting by working at various certified public accounting firms.

The Board would like to take this opportunity to express its gratitude to Mr. Chak for his valuable contribution to the Company during his term of office and welcome Ms. Yu on her new appointment.

(4) CHANGE OF AUTHORISED REPRESENTATIVE

Ms. Qian and Mr. Chak have ceased to be the Authorised Representatives and Mr. Tong Jun, an executive Director of the Company and Ms. Yu have been appointed as the Authorised Representative, both with effect from 31 December 2025.

(5) CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that following the resignation of Ms. Qian and Professor Hu, Dr. Li has been appointed as a member of the remuneration committee and chairlady of corporate governance committee of the Board, with effect from 31 December 2025.

The Board would like to extend its warmest welcome to Ms. Yu and Dr. Li for their new appointments.

By order of the Board of
Shangshan Gold International Holdings Limited
Mr. Huang Shikun
Chairman

Hong Kong, 31 December 2025

As at the date of this announcement, the executive Directors are Mr. Huang Shikun (Chairman), Mr. Huang Shifeng and Mr. Tong Jun; the non-executive Directors are Mr. Li Jiefeng and Mr. Zheng Haoran; and the independent non-executive Directors are Professor He Jia, Mr. Leung Ting Yuk and Dr. Li Jing.