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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 JOINT COMPANY SECRETARY AND
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND
8.17 OF THE LISTING RULES**

CHANGE OF JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Directors**”) of China Conch Venture Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that due to the decision to pursue personal goals, Ms. Chan Wai Ling (“**Ms. Chan**”) has resigned as a joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from 29 August 2022.

Following the resignation of Ms. Chan, the Board is pleased to announce that in replacement of Ms. Chan, Mr. Lee Leong Yin (“**Mr. Lee**”) has been appointed as a Joint Company Secretary with effect from 29 August 2022.

After the aforesaid change, Mr. Chen Xingqiang (“**Mr. Chen**”) will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Chen and Mr. Lee are set out below:

Mr. Chen

Mr. Chen has over 16 years of experience in finance and management. Mr. Chen joined Anhui Conch Cement Company Limited* (安徽海螺水泥股份有限公司, a company whose H shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 914) and A shares are listed on the Shanghai Stock Exchange (stock code: 600585)) in July 2005. He subsequently joined the Company in 2013. He served as the deputy head of the finance department of the Company from August 2013 to April 2018, and he has been serving as the head of the finance department of the Company and the chief financial officer of the Company since April 2018 and December 2020, respectively. He has been a Joint Company Secretary since 11 October 2021. He is responsible for the day-to-day financial work, such as the management of the budget and financial reporting of the Company, and handling listing compliance matters of the Group.

Mr. Chen graduated from Xi'an Technological University (西安工業大學) in 2005, majoring in accounting. Mr. Chen obtained the intermediate accounting professional qualification issued by Ministry of Human Resources and Social Security and Ministry of Finance in the People's Republic of China in 2020.

Mr. Lee

Mr. Lee is a senior manager of Corporate Services of Tricor Services Limited, a global professional services provider specialising in integrated business, corporate and investor services. Mr. Lee has over 11 years of experience in the corporate secretarial field. Mr. Lee has been providing professional corporate service to Hong Kong listed companies as well as multinational, private and offshore companies. Mr. Lee is a Chartered Secretary, a Chartered Governance Professional and an Associate of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute in the United Kingdom.

The Board wishes to take this opportunity to express its gratitude to Ms. Chan for her contribution during her tenure of office and express its warmest welcome to Mr. Lee for taking up the new role and appointment.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the Company's announcement dated 11 October 2021 in relation to the appointment of Mr. Chen and Ms. Chan as the Joint Company Secretaries and the waiver (the "**Waiver**") granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") in relation to the eligibility of Mr. Chen to act as a Joint Company Secretary for a period of three years from the date of appointment of Mr. Chen as a Joint Company Secretary (i.e. 11 October 2021) to 10 October 2024 (the "**Waiver Period**") on the conditions that (i) Mr. Chen must be assisted by Ms. Chan throughout the Waiver Period; and (ii) the Waiver can be revoked if there are material breaches of the Listing Rules by the Company. Before the end of the Waiver Period, the Company must demonstrate and seek the Stock Exchange's confirmation that Mr. Chen, having had the benefit of Ms. Chan's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules, such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

In view of Ms. Chan's resignation and since Mr. Chen currently does not possess the qualifications of company secretary as required under Note 1 to Rule 3.28 of the Listing Rules, the Company has therefore appointed Mr. Lee who possesses the qualifications under Note 1 to Rule 3.28 of the Listing Rules as a Joint Company Secretary. Mr. Lee, as a Joint Company Secretary, will work closely with, and provide assistance to, Mr. Chen in discharging his duties as a Joint Company Secretary and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules.

The Company has applied for, and the Stock Exchange has granted, a new waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**New Waiver**”) for a period from the date of the said appointment of Mr. Lee (i.e. 29 August 2022) to 10 October 2024 (the “**New Waiver Period**”) on the conditions that (i) Mr. Chen must be assisted by Mr. Lee during the New Waiver Period; and (ii) the New Waiver will be revoked immediately if and when Mr. Lee ceases to be the Joint Company Secretary and if there are material breaches of the Listing Rules by the Company.

The Company shall notify the Stock Exchange before the end of the New Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that before the end of the New Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Mr. Chen, having had the benefit of Mr. Lee’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary and the Company will disclose details of the New Waiver, including the reasons for, details and the conditions of the New Waiver, by way of announcement.

For and on behalf of the Board
China Conch Venture Holdings Limited
CHEN Xingqiang
Joint Company Secretary

Anhui Province, the People’s Republic of China
29 August 2022

As at the date of this announcement, the Board comprises Mr. JI Qinying (Chief Executive Officer), Mr. LI Jian and Mr. LI Daming as executive Directors; Mr. GUO Jingbin (Chairman), Mr. SHU Mao and Mr. YU Kaijun as non-executive Directors; and Mr. CHAN Chi On (alias Derek CHAN), Mr. CHAN Kai Wing and Mr. LAU Chi Wah, Alex as independent non-executive Directors.

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