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## **China Graphite Group Limited**

### **中国石墨集团有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2237)**

## **(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (each a “**Director**”) of China Graphite Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Chiu G Kiu Bernard (“**Mr. Chiu**”) has resigned as an independent non-executive Director and has ceased to be the chairman of the audit committee of the Board (the “**Audit Committee**”), a member of the nomination committee of the Board (the “**Nomination Committee**”), a member of the remuneration committee of the Board (the “**Remuneration Committee**”) and a member of the compliance committee of the Board (the “**Compliance Committee**”) with effect from 24 September 2024, due to his desire to devote more time to pursue other personal commitments. Mr. Chiu will not hold any other position with the Group after his cessation of directorship and positions in the Board committees.

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

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

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Ho Hoi Tung (“**Mr. Ho**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Compliance Committee with effect from 24 September 2024.

The biographical details of Mr. Ho are set forth below:

Mr. Ho, aged 47, has over 20 years of experience in the field of financial management and compliance. Mr. Ho is a certified management accountant of The Institute of Certified Management Accountants, Australia, a fellow of The Institute of Financial Accountants and a fellow of The Institute of Public Accountants.

From June 1999 to November 2007, Mr. Ho served in several financial institutions and was responsible for financial projects and equities dealings. From November 2007 to June 2015, Mr. Ho served in HSBC Markets (Asia) Limited with his last position as an associate director, where he was primarily responsible for the development and management of the trading flows. Mr. Ho was also a representative of HSBC Securities Brokers (Asia) Limited, a member of HSBC Markets (Asia) Limited, for its Type 1 (dealing in securities) and Type 7 (providing automated trading services) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time (“**SFO**”). Since September 2015, Mr. Ho had served as the directors of several financial institutions, managing the investment portfolios, supervising the daily operations, setting up the risk management and compliance policies. Mr. Ho served as a managing director of HongKong Ebang Digital Technology Limited from June 2021 to May 2023, and has also been working as the chief executive officer of Accumulus GBA Technology (Hongkong) Co., Limited since May 2023.

Mr. Ho obtained his bachelor’s degree in Finance from University of Hong Kong and his master’s degree in Financial Engineering from City University of Hong Kong in 1999 and 2007, respectively.

Mr. Ho has entered into an appointment letter with the Company as an independent non-executive Director for a term of three years, subject to the requirements for retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company. He is entitled to receive a director’s fee being HK\$180,000 per annum in connection with his duties as an independent non-executive Director. The remuneration of Mr. Ho was determined by the Remuneration Committee and approved by the Board with reference to Mr. Ho’s background, experience, time commitment and responsibilities, the Company’s remuneration policy and the prevailing market conditions, and is subject to review by the Remuneration Committee from time to time. He is entitled to the reimbursement of all reasonable out-of-pocket expenses necessary incurred in carrying out his duties as a Director.

Save as disclosed above, as at the date of this announcement, Mr. Ho has confirmed that he does not (i) hold 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) hold any other positions with the Company or other members of the Group; (iii) have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company; and (iv) have any other interest in the shares of the Company within the meaning of Part XV of the SFO. Mr. Ho has confirmed that he meets the independent criteria as set out in Rule 3.13 of the Rules Governing Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Save as disclosed herein, the Company is not aware of any other matter relating to the appointment of Mr. Ho that needs to be brought to the attention of the Shareholders and there is no other information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Ho for joining the Board.

By order of the Board  
**China Graphite Group Limited**  
**Zhao Liang**

*Chairman, executive Director and chief executive officer*

Hong Kong, 24 September 2024

*As at the date of this announcement, the Board comprises Mr. Zhao Liang and Mr. Lei Wai Hoi as executive Directors; and Mr. Shen Shifu, Mr. Liu Zezheng, Ms. Zhao Jingran and Mr. Ho Hoi Tung as independent non-executive Directors.*