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## **C&D Newin Paper & Pulp Corporation Limited**

### **建發新勝漿紙有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 731)**

#### **(1) CHANGE OF DIRECTORS; AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

##### **(1) CHANGE OF DIRECTORS**

The Board announces that Mr. Zhao has tendered his resignation as an independent non-executive Director, chairman of the Remuneration Committee and chairman of the Nomination Committee with effect from 31 May 2025 to focus on his other business engagements.

Mr. Chen will be appointed the independent non-executive Director with effect from 31 May 2025.

##### **(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 31 May 2025, Mr. Chen will be appointed as chairman of the Remuneration Committee and chairman of the Nomination Committee.

#### **(1) CHANGE OF DIRECTOR**

##### **Resignation**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of C&D Newin Paper & Pulp Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Zhao Lin (“**Mr. Zhao**”) has tendered his resignation as an independent non-executive Director, chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and chairman of the nomination committee of the Company (the “**Nomination Committee**”) with effect from 31 May 2025 to focus on his other business engagements. Mr. Zhao has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (“**Shareholders**”).

The Board would like to express its sincere gratitude to Mr. Zhao for his invaluable contribution to the Group during his tenure of office.

### **Appointment**

The Board also announces that Mr. Chen Wenshui (“**Mr. Chen**”) will be appointed as an independent non-executive Director with effect from 31 May 2025.

The brief biographical particulars of Mr. Chen are set out as follows:

Mr. Chen, aged 62, has over 30 years of experience engineering. Mr. Chen obtained a bachelor’s degree of chemistry and chemical engineering from Fuzhou University in July 1983. Mr. Chen was granted the senior engineer qualification in 1998 by the Fujian Province Human Resource Bureau.

From August 1983 to November 2016, Mr. Chen has worked under various positions at group companies of Fujian Qingshan Paper Co., Ltd. (“**Fujian Qingshan**”) with his last position as the general manager of Fujian Qingshan. From November 2016 to July 2020, Mr. Chen was the deputy chief economist of Fujian Light and Textile Industrial (Holdings) Co., Ltd. From July 2020 to May 2023, Mr. Chen was the chairman of the supervisory committee of Fujian Architecture & Light-Textile Design Institute Co., Ltd.

### **Other information relating to Mr. Chen**

Mr. Chen has confirmed that he (i) has met the independence criteria as set out in Rule 3.13 (1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) has no past or present financial or other interests in the business of the Company or its subsidiaries, and is not connected with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) is not subject to any other factors that may affect his independence at the time of his appointment.

Save as disclosed in above, Mr. Chen has confirmed that he (i) does not hold any other directorships in any listed public companies in the last three years; (ii) does not have any interests in the Shares within the meaning of Part XV of the SFO; (iii) does not have any relationship with any Directors, senior management, substantial Shareholders (as defined in the Listing Rules) or controlling Shareholders (as defined in the Listing Rules); and (iv) is not aware of other matters in relation to his appointment that is required to be disclosed by the Company pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

Mr. Chen has entered into a director's service contract with the Company dated 30 May 2025 for an initial term commencing on 31 May 2025 until 30 May 2028 subject to termination by either party giving three months' written notice and retirement by rotation and re-election at the annual general meetings of the Company in accordance with the bye-laws of the Company. As determined by the Remuneration Committee with reference to his position, level of responsibilities and remuneration policy of the Company as well as the prevailing market conditions, Mr. Chen is entitled to receive emolument of RMB60,000 per annum in addition to any discretionary bonus and/or other benefits, inter alia, Director's insurance, business travel insurance, as may be decided further by the Board upon the recommendation of the Remuneration Committee from time to time.

## (2) CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 31 May 2025, Mr. Chen will be appointed as chairman of the Remuneration Committee and chairman of the Nomination Committee. The composition of the Board committees is as follows:

| <b>Director</b>                            | <b>Board Committee</b> | <b>Audit Committee</b> | <b>Remuneration Committee</b> | <b>Nomination Committee</b> |
|--|------------------------|------------------------|-------------------------------|-----------------------------|
| <b>Non-executive Directors</b>             |                        |                        |                               |                             |
| Mr. Zhang Xiaohui                          |                        |                        | M                             | M                           |
| Mr. Choi Wai Hong, Clifford                |                        | M                      |                               |                             |
| <b>Independent non-executive Directors</b> |                        |                        |                               |                             |
| Mr. Chen Wenshui                           |                        |                        | C                             | C                           |
| Mr. Wong Yiu Kit, Ernest                   |                        | C                      |                               |                             |
| Ms. Chan Siu Mat                           |                        | M                      | M                             | M                           |

*Notes:*

C — Chairman of the relevant Board committee

M — Member of the relevant Board committee

By Order of the Board  
**C&D Newin Paper & Pulp Corporation Limited**  
**Mr. HUANG Tiansheng**  
*Executive Director*

Hong Kong, 30 May 2025

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. HUANG Tiansheng and Mr. LIN Ruqing; two non-executive Directors, namely Mr. CHOI Wai Hong, Clifford and Mr. ZHANG Xiaohui; and three independent non-executive Directors, namely Mr. ZHAO Lin, Mr. WONG Yiu Kit, Ernest and Ms. CHAN Siu Mat.*

\* For identification purpose only