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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) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (2) CHANGE IN COMPOSITION OF AUDIT COMMITTEE; AND**
- (3) COMPLIANCE WITH LISTING RULES**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Tsang Wing Yee has been appointed as an independent non-executive Director and the chairman of the Audit Committee with effect from 6 March 2026.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of C&D Newin Paper & Pulp Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 29 January 2026 in relation to, among other matters, the passing away of Mr. Wong Yiu Kit, Ernest, an independent non-executive director of the Company (the “**Announcement**”). The board of directors (the “**Directors**”) of the Company (the “**Board**”) announces that Ms. Tsang Wing Yee (“**Ms. Tsang**”) has been appointed as an independent non-executive Director and the chairman of the audit committee of the Company (the “**Audit Committee**”) with effect from 6 March 2026.

The brief biographical particulars of Ms. Tsang are set out as follows:

Ms. Tsang Wing Yee (曾詠儀), age 54, has extensive experience in corporate finance, investment and corporate management. She is a Chartered Financial Analyst Charterholder, a member of Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants and a Registered Business Valuer of the Hong Kong Business Valuation Forum. Ms. Tsang attained a bachelor’s degree in business administration from The University of Hong Kong and a master’s degree of science in financial management from The University of London. She has been a licensed person under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the “**SFO**”) permitted to carry out type 6 (advising on corporate finance) regulated activities (as defined under the SFO) since August 2003.

She is currently the managing director and a responsible officer (as defined under the SFO) of Crescendo Capital Limited, a licensed corporation under the SFO to carry out Type 6 (advising on corporate finance) regulated activities in which she is responsible for the overall management and the provision of financial advisory services to clients. Ms. Tsang is also an independent non-executive director of Mi Ming Mart Holdings Limited (Stock Code: 8473), World Houseware (Holdings) Limited (Stock Code: 713) and Wai Kee Holdings Limited (Stock Code: 610).

Other information relating to Ms. Tsang

Ms. Tsang has confirmed that she (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 her independence at the time of her appointment.

Save as disclosed, Ms. Tsang has confirmed that she (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 of the Company 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 her 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.

Ms. Tsang has entered into a director’s service contract with the Company dated 6 March 2026 for an initial term commencing on 6 March 2026 until 5 March 2029 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 of the Company (the “**Remuneration Committee**”) with reference to her position, level of responsibilities and remuneration policy of the Company as well as the prevailing market conditions, Ms. Tsang is entitled to receive emolument of RMB100,000 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.

CHANGE IN THE COMPOSITION OF AUDIT COMMITTEE

The Board announces that with effect from 6 March 2026, Ms. Tsang has been appointed as chairman of the Audit Committee. The composition of the Board committees is as follows:

Director	Board Committee	Audit Committee	Remuneration Committee	Nomination Committee
Non-executive Directors				
Mr. Chen Dongxu			M	M
Mr. Choi Wai Hong, Clifford		M		
Independent non-executive Directors				
Ms. Chan Siu Mat		M	M	M
Mr. Chen Wenshui			C	C
Ms. Tsang Wing Yee		C		

Notes:

C — Chairman of the relevant Board committee

M — Member of the relevant Board committee

COMPLIANCE WITH THE LISTING RULES

Reference is made to the Announcement in relation to the non-compliance of Rule 3.10(1) and Rule 3.21 of the Listing Rules. Following the appointment of Ms. Tsang as an independent non-executive Director and the chairman of the Audit Committee, the Company has re-complied with the requirements of Rule 3.10(1) and Rule 3.21 of the Listing Rules.

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

Hong Kong, 6 March 2026

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. CHEN Dongxu; and three independent non-executive Directors, namely Ms. CHAN Siu Mat, Mr. CHEN Wenshui and Ms. TSANG Wing Yee.

* *For identification purpose only*