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RUIXIN INTERNATIONAL HOLDINGS LIMITED

瑞鑫國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 724)

(I) RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD

(II) CHANGE OF COMPOSITION OF COMMITTEE OF THE BOARD

(III) CHANGE OF AUTHORISED REPRESENTATIVE AND AUTHORISED PERSON TO ACCEPT SERVICE OF PROCESS AND NOTICES ON THE COMPANY'S BEHALF IN HONG KONG

(IV) APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Ruixin International Holdings Limited (the “**Company**”) announces the following changes in directorship of the Company with effect from 24 June 2019:

Resignation of Mr. Wang Zhaofeng as an Executive Director and Chairman of the Board

Mr. Wang Zhaofeng (“**Mr. Wang**”) has tendered his resignation as an executive Director and the chairman of the Board and will cease to be an authorised representative of the Company for the purpose of Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the person authorised to accept service of process and notices on the Company’s behalf in Hong Kong pursuant to Rule 19.05(2) of the Listing Rules and a member of the nomination committee of the Board with effect from 24 June 2019, as he would like to devote more time to his other commitments. Mr. Wang confirms that he has no disagreement with the Board and there are no matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Following the resignation of Mr. Wang, no Director has been appointed as the chairman of the Board. The Board is presently identifying a suitable candidate to be appointed as the chairman of the Board and will issue an announcement in compliance with the requirements of the Listing Rules if and when a new chairman is appointed by the Company. Prior to identifying a suitable candidate, the duties and responsibilities of the chairman of the Board will be shared among the members of the Board.

Change of Authorised Representative and Authorised Person to Accept Service of Process and Notices on the Company’s Behalf in Hong Kong

Following his resignation, Mr. Wang will cease to be one of the authorised representatives of the Company for the purpose of Rule 3.05 of the Listing Rules and the person authorised to accept service of process and notices on the Company’s behalf in Hong Kong pursuant to Rule 19.05(2) of the Listing Rules. Mr. Lam Yat Keung, one of the executive Directors, is appointed as one of the authorised representatives of the Company for the purpose of Rule 3.05 of the Listing Rules with effect from 24 June 2019. Mr. Huang Hanshui, one of the executive Directors, is appointed as the person authorised to accept service of process and notices on the Company’s behalf in Hong Kong pursuant to Rule 19.05(2) of the Listing Rules with effect from 24 June 2019.

Change of Composition of Committee of the Board

Following his resignation, Mr. Wang will cease to be a member of the nomination committee of the Board. Mr. Ho Chi Fai, one of the independent non-executive Directors, is appointed as a member of the nomination committee of the Board with effect from 24 June 2019.

Please refer to the “List of Directors and their Role and Function” of the date of this announcement for full details of the composition of the committees of the Board.

Appointment of Mr. Yang Junjie as an Executive Director

Mr. Yang Junjie (“**Mr. Yang**”) has been appointed as an executive Director with effect from 24 June 2019.

Mr. Yang, aged 42, graduated from the Party School of Luohe Municipal Committee of Henan Province* (河南省漯河市委黨校) with a diploma in computer science in July 1996 and was awarded the degree of Executive Master of Business Administration at the Euro-China International Business College in July 2009. He served as the manager of the information centre from April 1999 to May 2002 and as the general manager of the department of vehicle logistics business from May 2002 to January 2006 at CITIC Logistics Company Limited* (中信物流有限公司) (“**CITIC Logistics**”). He was assigned by CITIC Logistics to serve as the deputy general manager of Ningbo Lingxin Logistics Company Limited* (寧波菱信物流有限公司), being a company held as to 40% by CITIC Logistics, from January 2006 to December 2013. The Company indirectly held 90% of the entire equity interest in CITIC Logistics from November 2011 to December 2012. Mr. Yang was the manager of Vietex Company Limited (越南快運有限公司*), being a company indirectly held as to 49% by Mr. Li Weimin (who is a substantial shareholder (as defined under the Listing Rules) of the Company) and his associate(s) (as defined under the Listing Rules), from April 2015 to March 2017. Since March 2017, Mr. Yang has been the legal representative and general manager of Phoenix Asia Pacific Investment Company Limited (鳳凰亞太投資有限公司*) (“**Phoenix Investment**”), being an indirect wholly owned subsidiary of the Company in Vietnam.

Mr. Yang has entered into a service contract (the “**Service Contract**”) with the Company as an executive Director for a term of three years from 24 June 2019 to 23 June 2022 and shall retire and be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the bye-laws of the Company. As set out in the Service Contract, Mr. Yang is entitled to an annual director’s fee of HK\$600,000, other benefits and discretionary bonus, which were determined by the Board based on the recommendation of the remuneration committee of the Board with reference to Mr. Yang’s qualifications and experience, his duties and responsibilities, the prevailing market conditions and relevant remuneration benchmarks in the industry. In addition, as the legal representative and general manager of Phoenix Investment, Mr. Yang is also entitled to salary and allowance totalling US\$6,500 per month (equivalent to approximately HK\$50,700), other benefits and discretionary bonus.

Save as disclosed above, as at the date of this announcement, (i) Mr. Yang does not hold any other position in the Company or any of its subsidiaries, nor have any relationship with any Director, senior management, substantial shareholder or controlling shareholder (as defined under the Listing Rules) of the Company; (ii) Mr. Yang does not have any current or past directorship in any public companies, the securities of which are listed on securities market(s) in Hong Kong or overseas in the last three years; and (iii) Mr. Yang does not have any interest in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) of the Company.

* For identification purpose only

Save as disclosed above, there are no other matters relating to the appointment of Mr. Yang that need to be brought to the attention of the shareholders of the Company and the Stock Exchange, nor is there any information in respect of Mr. Yang which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to express its appreciation to Mr. Wang for his contribution to the Company during his tenure of office and at the same time welcome Mr. Lam, Mr. Huang, Mr. Ho and Mr. Yang to the new positions.

By order of the Board
Ruixin International Holdings Limited
Huang Hanshui
Executive Director

Hong Kong, 21 June 2019

As at the date of this announcement, the Board comprises Mr. Wang Zhaofeng (Chairman), Mr. Lam Yat Keung and Mr. Huang Hanshui as executive Directors; and Mr. Ho Chi Fai, Ms. Liu Yanfang and Mr. Zhang Jue as independent non-executive Directors.

For the purpose of this announcement, unless otherwise indicated, the conversion of US\$ into HK\$ is based on the exchange rate of US\$1.00 = HK\$7.8. Such rate is for the purpose of illustration only and does not constitute a representation that any amount in question in US\$ or HK\$ has been or could have been or may be converted at such or another rate or at all.