

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



京西重工國際有限公司
BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2339)

- (i) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
(ii) CHANGE OF COMPOSITION OF BOARD COMMITTEE
(iii) COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1), 3.21
AND 3.25 OF THE LISTING RULES
AND
(iv) LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE OF COMPOSITION OF BOARD COMMITTEE

The board of directors (the “**Board**”) of BeijingWest Industries International Limited (the “**Company**”) announces that:

Mr. Wong Foreky (“**Mr. Wong**”) has been appointed as Independent Non-executive Director of the Company and the chairman of the Remuneration Committee and a member of the Audit Committee and Nomination Committee of the Company with effect from 18 March 2024.

Mr. Wong, aged 40, graduated from Queensland University of Technology in Australia with a bachelor’s degree of Business (Accountancy). Mr. Wong has over 15 years of experience in corporate finance, financial advisory, insolvency and restructuring, forensic accounting, investigation and litigation support. Before founding Fortune Ark Restructuring Limited in 2024, Mr. Wong served as Managing Director at corporate finance and restructuring department at FTI Consulting (Hong Kong) Limited, a Hong Kong member of a multinational consulting firm listed on the New York Stock Exchange. Mr. Wong currently serves as a director of Fortune Ark Restructuring Limited, a Fellow member of the Hong Kong Institute of Certified Public Accountants and specialist qualification in insolvency. He is also a CFA® Charterholder.

An engagement letter was entered into between Mr. Wong and the Company for a term commencing on 18 March 2024 and ending on 31 December 2025, subject to renewal. Under the engagement letter, Mr. Wong will be entitled to a director’s fee as may be determined by the Board or its delegated committee(s) from time to time. The director’s fee of Mr. Wong will be HK\$150,000 for a full year of 2024. For the period from 18 March 2024 to 31 December 2024, the director’s fee will be paid in proportion to the actual length of services provided by Mr. Wong. Such director’s fee was determined with reference to Mr. Wong’s experience and duties as well as the then prevailing market conditions.

As at the date of this announcement and within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Mr. Wong does not have any interests in the securities of the Company.

In accordance with the articles of association of the Company, Mr. Wong will hold office until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election. Thereafter, Mr. Wong will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save as disclosed above, Mr. Wong does not hold any directorships in other Hong Kong or overseas listed public companies in the last three years and does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr. Wong confirmed that (i) he met the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”); (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

There is no information relating to the appointment of Mr. Wong as a director which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Wong to the Board.

COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1), 3.21 AND 3.25 OF THE LISTING RULES

Reference is made to the announcement of the Company dated 14 February 2024 in relation to, among other things, the Company’s non-compliance with the Listing Rules.

Following the appointment of Mr. Wong, the Board comprises three Executive Directors and three Independent Non-executive Directors. As a result, the number of Independent Non-executive Directors meets with the requirements under Rule 3.10(1) of the Listing Rules. Since Mr. Wong has been appointed as the member of the Audit Committee and the chairman of the Remuneration Committee of the Company, the Company is in compliance with Rules 3.21 and 3.25 of the Listing Rules.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 18 March 2024, the members of the Board and the memberships of the four Board committees of the Company are as follows:

Members of the Board

Executive Directors

Mr. Dong Xiaojie (Chairman)

Mr. Chang Ket Leong

Mr. Zheng Jianwei

Independent Non-executive Directors

Mr. Tam King Ching, Kenny

Mr. Chan Pat Lam

Mr. Wong Foreky

Memberships of the four Board committees

Director \ Board Committee	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee
Dong Xiaojie	C		M	C
Chang Ket Leong	M			
Zheng Jianwei	M			
Tam King Ching, Kenny		C	M	M
Chan Pat Lam		M	M	M
Wong Foreky		M	C	M

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

By Order of the Board
BeijingWest Industries International Limited
Dong Xiaojie
Chairman

18 March 2024

As at the date of this announcement, the Board comprises Mr. Dong Xiaojie (Chairman), Mr. Chang Ket Leong (Executive Director), Mr. Zheng Jianwei (Non-executive Director), Mr. Tam King Ching, Kenny (Independent Non-executive Director), Mr. Chan Pat Lam (Independent Non-executive Director) and Mr. Wong Foreky (Independent Non-executive Director).