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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) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**
(ii) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS
(iii) CHANGE OF COMPOSITION OF BOARD COMMITTEE
AND
(iv) LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of directors (the “**Board**”) of BeijingWest Industries International Limited (the “**Company**”) announces that Mr. Tam King Ching, Kenny (“**Mr. Tam**”) and Mr. Chan Pat Lam (“**Mr. Chan**”) have resigned as Independent Non-executive Directors of the Company with effect from 1 July 2024. Mr. Tam ipso facto ceased to act as the chairman of the Audit Committee as well as a member of each of the Remuneration Committee and the Nomination Committee of the Company from the same date. Mr. Chan also ipso facto ceased to act as a member of each of the Audit Committee, Remuneration Committee and the Nomination Committee of the Company from the same date. Mr. Tam and Mr. Chan resigned as Independent Non-executive Directors as they wanted to dedicate more time to their other commitments. Mr. Tam and Mr. Chan have confirmed that they did not have any disagreement with the Board and there is no other matter relating to their resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Tam and Mr. Chan for their invaluable contributions to the Company during their tenure of service in the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board announces that Mr. Lo, Gordon (“**Mr. Lo**”) has been appointed as Independent Non-executive Director of the Company and the chairman of the Audit Committee and a member of the Remuneration Committee and the Nomination Committee of the Company with effect from 1 July 2024. And Ms. Peng, Fan (“**Ms. Peng**”) has been appointed as Independent Non-executive Director of the Company and a member of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company with effect from 1 July 2024.

Mr. Lo, aged 45, graduated from the City University of Hong Kong with a bachelor's degree of Business Administration (Accountancy). He also holds a Master of Science degree in investment management of Hong Kong University of Science and Technology. Mr. Lo is a fellow member of the Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. He has over 23 years of experience in audit, financial and taxation advisory services and worked in major international accounting firms, other Hong Kong listed company and also multinational companies. Mr. Lo currently serves as a Chief Financial Officer of Doncao International Ltd, a company listed on the Australian Securities Exchange.

Ms. Peng, aged 27, graduated from the Hunan University of Arts and Science with a bachelor's degree in Laws. She also holds a Master's degree in Laws from Guangxi University. For the period from July 2019 to November 2022, Ms. Peng was the Investment Manager of the investment empowerment office under the industrial investment department of the asset centre in the head office of Qian Hai Life Insurance Co., Ltd.* (前海人壽保險股份有限公司). She has served as a professional lawyer of Guangdong Shengdian Law Firm* (廣東晟典律師事務所) since November 2022. Ms. Peng has the qualification as a legal professional and a securities practitioner in the People's Republic of China. She has extensive experience in Industrial investment and with rich legal knowledge.

The Company has signed engagement letters with Mr. Lo and Ms. Peng for a term commencing on 1 July 2024 and ending on 31 December 2025, subject to renewal. Under the engagement letters, Mr. Lo and Ms. Peng 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. Lo and Ms. Peng will be HK\$150,000 for a full year of 2024. For the period from 1 July 2024 to 31 December 2024, the director's fee will be paid in proportion to the actual length of services provided by Mr. Lo and Ms. Peng. Such director's fee was determined with reference to the experience and duties of Mr. Lo and Ms. Peng as well as the then prevailing market conditions.

As at the date of this announcement and within the meaning of Part XV of the SFO, Mr. Lo and Ms. Peng does not have any interests in the securities of the Company.

In accordance with the articles of association of the Company, Mr. Lo and Ms. Peng will hold office until the first annual general meeting of the Company after their appointment and shall then be eligible for re-election. Thereafter, Mr. Lo and Ms. Peng 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. Lo and Ms. Peng 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. Lo and Ms. Peng confirmed that (i) they met the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) they 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 their independence at the time of his appointment.

**For identification purpose only*

There is no information relating to the appointment of Mr. Lo and Ms. Peng as a director which is discloseable nor is/was they 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. Lo and Ms. Peng to the Board.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS AFTER CHANGE OF COMPOSITION OF BOARD COMMITTEE

With effect from 1 July 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. Wong Foreky

Mr. Lo, Gordon

Ms. Peng Fan

Memberships of the four Board committees

Board Committee Director	Executive Committee	Audit Committee	Remuneration Committee	Nomination Committee
Dong Xiaojie	C		M	C
Chang Ket Leong	M			
Zheng Jianwei	M			
Wong Foreky		M	C	M
Lo, Gordon		C	M	M
Peng Fan		M	M	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

2 July 2024

As at the date of this announcement, the Board comprises Mr. Dong Xiaojie (Chairman), Mr. Chang Ket Leong (Executive Director), Mr. Zheng Jianwei (Executive Director), Mr. Wong Foreky (Independent Non-executive Director), Mr. Lo, Gordon (Independent Non-executive Director) and Ms. Peng Fan (Independent Non-executive Director).