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# **SINOFERT HOLDINGS LIMITED**

## **中化化肥控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 297)**

### **ANNOUNCEMENT CHANGE OF NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD AND ESTABLISHMENT OF THE STRATEGY COMMITTEE**

The Board hereby announces that the following will take effect from 24 January 2024:

- (i) Mr. Liu Hongsheng has resigned as a non-executive director and the chairman of the Board of the Company due to adjustment of work arrangements;
- (ii) Mr. Su Fu has been appointed as a non-executive director and the chairman of the Board of the Company; and
- (iii) the Board has established the Strategy Committee. Mr. Su Fu, a non-executive director, has been appointed as a member and the chairman of the Strategy Committee; and Ms. Wang Ling, an executive director, and Mr. Lu Xin, an independent non-executive director, have been appointed as members of the Strategy Committee.

The board of directors (the “**Board**”) of Sinofert Holdings Limited (the “**Company**”) announces that Mr. Liu Hongsheng (“**Mr. Liu**”) has resigned as a non-executive director and the chairman of the Board of the Company due to adjustment of work arrangements, with effect from 24 January 2024. Mr. Liu has confirmed that he has no disagreement with the Board and that there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company. The Board would like to express its sincere gratitude to Mr. Liu for his valuable contribution to the Company during his term of office.

#### **CHANGE OF NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD**

The Board further announces that Mr. Su Fu (“**Mr. Su**”) has been appointed as a non-executive director and the chairman of the Board of the Company, with effect from 24 January 2024. Upon establishment of the strategy committee of the Board (the “**Strategy Committee**”) as set out in this announcement below, Mr. Su has also been appointed as a member and the chairman of the Strategy Committee.

The biographical details of Mr. Su are as follows:

Mr. Su, aged 49, graduated from the Department of Economics of Beijing Wuzi University majoring in international trade with a bachelor's degree in economics in July 1995. From July 1995 to March 2000, Mr. Su worked at Beijing Chemical Industry and Light Industry Company and Huaxing Import & Export Trading Co., Ltd. Mr. Su joined Sinochem International Corporation ("**Sinochem International**", formerly known as Sinochem International Company Limited, a company listed on the Shanghai Stock Exchange under stock code 600500) in March 2000, and held various positions including the assistant to the general manager and the deputy general manager of Sinochem International. From January 2013 to November 2022, Mr. Su served as the chief executive officer of Sennics Co., Ltd. (formerly known as Jiangsu Sinorgchem Technology Co., Ltd.), a subsidiary of Sinochem International. Mr. Su was the director of the strategy implementation department and the production and operation department of Sinochem Holdings Corporation Ltd. ("**Sinochem Holdings**", the ultimate controlling shareholder of the Company) in November 2022 and September 2023, respectively. Mr. Su has been serving as the chairman of Syngenta Group China (the indirect controlling shareholder of the Company) since December 2023. Mr. Su is also serving as the chairman of the supervisory committee of various subsidiaries of Sinochem Holdings, including Haohua Chemical Science & Technology Corp., Ltd. and Luxi Chemical Group Co., Ltd.

Mr. Su has many years of experience in leading the development of enterprises, with a deep understanding of the rules on international business operations. He is also familiar with the chemical industry chain and the competitive landscape of the industry, has the ability to make good strategic judgments, decisions and business operations, and possesses strong capabilities in investment, merger and acquisition, as well as industry integration.

Save as described above, Mr. Su has no relationship with any directors, senior management or substantial or controlling shareholders of the Company, has not held any other position in the Company or any of its subsidiaries, and has not held any directorship in any Hong Kong or overseas listed public companies in the last three years. As at the date of this announcement, Mr. Su did not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company will issue a formal letter of appointment to Mr. Su, setting out key terms and conditions of his appointment. The term of office of Mr. Su will be three years from the date of appointment. Pursuant to the bye-laws of the Company, Mr. Su will hold office until the next annual general meeting of the Company and will then be eligible for re-election at that meeting. Thereafter, Mr. Su will be subject to retirement by rotation and will be eligible for re-election at subsequent annual general meetings of the Company in accordance with the bye-laws of the Company. Mr. Su is entitled to a director's fee of HK\$443,000 per annum, which was determined with reference to his duties and responsibilities and will be reviewed every year by the Remuneration Committee of the Company. Mr. Su has agreed to waive his director's fee.

Save as described above, the Board is not aware of any matter in relation to Mr. Su that is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited or any other matter that needs to be brought to the attention of the shareholders in relation to his appointment.

## **ESTABLISHMENT OF THE STRATEGY COMMITTEE**

The Board is also pleased to announce that, with effect from 24 January 2024, the Board has established the Strategy Committee of the Board for the purposes of promoting strategic development of the Company, enhancing its core competitiveness, and improving decision-making procedures for investments.

Mr. Su Fu, a non-executive director, has been appointed as a member and the chairman of the Strategy Committee; and Ms. Wang Ling, an executive director, and Mr. Lu Xin, an independent non-executive director, have been appointed as members of the Strategy Committee, in each case with effect from 24 January 2024.

The terms of reference of the Strategy Committee will be published on the Company's website at [www.sinofert.com](http://www.sinofert.com) and the website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By Order of the Board  
**SINOFERT HOLDINGS LIMITED**  
**Cheung Kar Mun, Cindy**  
*Company Secretary*

Hong Kong, 24 January 2024

*As at the date of this announcement, the executive directors of the Company are Mr. Wang Jun and Ms. Wang Ling; the non-executive director of the Company is Mr. Su Fu (Chairman); and the independent non-executive directors of the Company are Mr. Ko Ming Tung, Edward, Mr. Lu Xin and Mr. Tse Hau Yin, Aloysius.*