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Zhenro Properties Group Limited

正榮地產集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6158)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(3) CHANGE IN THE COMPOSITION OF THE REMUNERATION
COMMITTEE AND NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Zhenro Properties Group Limited (the “**Company**”) announces that with effect from 6 June 2019:

- (i) Mr. Lin Hua (“**Mr. Lin**”) has been appointed as an independent non-executive Director and a member of both the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company; and
- (ii) Mr. Shen Guoquan (“**Mr. Shen**”) has resigned as an independent non-executive Director and a member of both the Remuneration Committee and the Nomination Committee to devote more time to his other business and personal commitments.

Mr. Shen has confirmed that he has no disagreement with the Board and that there are no matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its utmost gratitude to Mr. Shen for his invaluable contribution to the Company during his tenure of office at the Company.

The biography of Mr. Lin is set out as follows:

Mr. Lin Hua (林華), aged 43, graduated from Tianjin University of Commerce with a bachelor's degree in July 1998 and obtained an MBA at the University of California, Irvine in June 2007. Mr. Lin has over 10 years of professional experience in finance and corporate governance. He is an external director of CGN Capital Holdings Co., Ltd. (中廣核資本控股有限公司) since June 2018, and an independent director of Industrial Bank Co., Ltd. (興業銀行股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 601166) since May 2015. Since January 2018, Mr. Lin has been a consultant at King & Wood Mallesons. Since March 2016, Mr. Lin has been a member of the editorial board of "Financial Accounting", a periodical article published by the People's Bank of China. He has been an adjunct professor of Nankai University since December 2015. Prior to joining the Company, Mr. Lin served as the general manager of Xiamen Venture Capital Limited (廈門市創業投資有限公司) from March 2012 to March 2015. During the period between August 2010 and March 2012, he worked as the director of investment at China General Nuclear Power Corporation (中廣核集團有限公司). He was a senior model engineer and a project manager at KPMG in the United States from June 2007 to June 2010.

Mr. Lin has entered into a letter of appointment with the Company with a term of three years commencing from the date of his appointment. He is subject to retirement from office and shall be eligible for re-election at the first general meeting of the Company after his appointment, and will subsequently be subject to retirement and re-election at the annual general meeting of the Company at least once every three years in accordance with the articles of association of the Company. Mr. Lin is entitled to a remuneration of RMB300,000 per annum, which was determined with reference to his duties and responsibilities with the Company.

Save as disclosed above, as at the date of this announcement, Mr. Lin does not hold any other position with the Company or its subsidiaries (together, the "**Group**") and other members of the Group.

As of the date of this announcement and save as disclosed above, Mr. Lin has not been a director in any other public companies the securities of which are listed in Hong Kong or overseas in the last three years. Further, Mr. Lin does not have any relationship with other directors, senior management or substantial shareholders or controlling shareholders of the Company. Mr. Lin does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Lin that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rule Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to express its warmest welcome to Mr. Lin in joining the Company.

By order of the Board
Zhenro Properties Group Limited
Huang Xianzhi
Chairman

Hong Kong, 6 June 2019

As at the date of this announcement, the executive directors of the Company are Mr. Huang Xianzhi, Mr. Wang Benlong and Mr. Chan Wai Kin, the non-executive directors of the Company are Mr. Ou Guoqiang and Mr. Ou Guowei, and the independent non-executive directors of the Company are Dr. Loke Yu (alias Loke Hoi Lam), Mr. Wang Chuanxu and Mr. Lin Hua.