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國農金融投資有限公司
China Demeter Financial Investments Limited

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8120)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of China Demeter Financial Investments Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Yum Edward Liang Hsien (“**Mr. Yum**”) resigned as independent non-executive Director, chairman of the nomination committee of the Company (the “**Nomination Committee**”), member of each of the audit committee of the Company (the “**Audit Committee**”) and remuneration committee of the Company (the “**Remuneration Committee**”) due to his intention to devote more time to his personal endeavours with effect from 15 November 2024.

Mr. Yum has confirmed that he has no disagreement with the Board, and that he was not aware of other matters that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) in connection with his decision to resign.

The Board wishes to express its sincere gratitude to Mr. Yum for his valuable contribution to the Company during his tenure of services.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that Ms. Ng Ching (“**Ms. Ng**”) has been appointed as an independent non-executive Director, chairman of the Nomination Committee, member of each of the Audit Committee and Remuneration Committee.

The biographical details of Ms. Ng are as follows:

Ms. Ng, aged 36, obtained a degree of Bachelor of Music from the Florida International University in April 2013 and became a Graduate Gemologist with the Gemological Institute of America in November 2014

Ms. Ng has over 10 years of experience in jewellery design and sales. She has served as the director in a company of jewellery industry since 2015. She also has served as the president of Hong Kong Multicultural Exchange Association Limited since December 2022. Ms. Ng served as the president of Tsuen Wan Lions Club from June 2022 to July 2023. She has been appointed as the council member of council of Hong Kong Shanxi Chamber of Commerce for the term from 2024 to 2026.

Ms. Ng has entered into a letter of appointment with the Company for a term of one year commencing from 15 November 2024. Ms. Ng is subject to retirement by rotation and re-election in accordance with the bye-laws of the Company. Ms. Ng is entitled to an annual director's fee of HK\$120,000, which is determined by the Board with reference to her background, qualification, experience, duties and responsibilities. The remuneration package of Ms. Ng is recommended by the Remuneration Committee and approved by the Board with reference to her duties and contribution, the Company's performance and remuneration policy and prevailing market condition.

Save as disclosed above, as at the date of this announcement, (a) Ms. Ng does not hold any position with the Company or its subsidiaries; (b) Ms. Ng did not hold any directorship in any listed public companies in Hong Kong or overseas in last three years; (c) Ms. Ng does not have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (d) Ms. Ng does not have or deemed to have any interest in the shares of the Company, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong); and (e) there are no other matters about Ms. Ng that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The Board would like to take this opportunity to welcome Ms. Ng to join the Board.

On behalf of the Board
China Demeter Financial Investments Limited
Ng Man Chun Paul
Chairman

Hong Kong, 15 November 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Ng Man Chun Paul, Mr. Ng Ting Ho and Mr. Chan Chi Fung; and three independent non-executive Directors, namely Mr. Chan Hin Hang, Mr. Hung Kenneth and Ms. Ng Ching.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

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