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**Zhejiang RuiYuan Intelligent Control Technology Company Limited\***

**浙江瑞遠智控科技股份有限公司**

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 8249)**

## **APPOINTMENT OF JOINT COMPANY SECRETARY**

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The board of directors (the “**Board**”) of Zhejiang RuiYuan Intelligent Control Technology Company Limited (the “**Company**”) announces that Ms. ZOU Jing (“**Ms. Zou**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from 7 February 2018. Ms. KO Nga Kit (“**Ms. Ko**”), currently the sole company secretary of the Company, will continue to serve the Company as the other Joint Company Secretary to assist Ms. Zou.

Ms. Zou, is currently the deputy general manager of the Company. She is also the minister of finance management department of Zhejiang RuiYuan Machine Tool Co., Ltd (浙江瑞遠機床有限公司) (“**Zhejiang RuiYuan**”). She joined Zhejiang RuiYuan in August 2008 and served as its minister of investment operations department (投資運營部部長), vice-minister of the treasury department (資金部副部長) and head of finance department (財務部主管).

She was appointed as the deputy general manager of the Company since May 2017. She is responsible for the daily operation and management of the Company and plays a key role in fostering communication among the management, directors and shareholders of the Company and its subsidiaries (the “**Group**”). She has also been providing administrative and clerical support to the Board.

Ms. Zou graduated from Yangtze University (長江大學) with a bachelor’s degree in business administration in June 2008.

### **WAIVER FROM STRICT COMPLIANCE WITH RULE 5.14 OF THE GEM LISTING RULES**

Under Rule 11.07(2) of the Rules Governing the Listing of Securities (the “**GEM Listing Rules**”) on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange of Hong Kong Limited (“**the Stock Exchange**”), the Company must appoint a company secretary who satisfies Rule 5.14 of the GEM Listing Rules. Under Rule 5.14 of the GEM Listing Rules,

\* *For identification purpose only*

the Company must appoint an individual as its company secretary who, by virtue of his academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Notwithstanding that Ms. Zou does not currently possess the qualifications of company secretary as required under Rule 5.14 of the GEM Listing Rules, she has extensive knowledge and experience in corporate administrative management and is familiar with the business and operations of the Company. As such, the Company has applied for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with Rule 5.14 of the GEM Listing Rules on 2 February 2018 with respect to the appointment of Ms. Zou as a Joint Company Secretary for a period of three years from the date of her appointment as a Joint Company Secretary (the “**Waiver Period**”) on the conditions that:

- (i) Ms. Zou will be assisted by Ms. Ko during the Waiver Period;
- (ii) the Company will notify the Stock Exchange at the end of the Waiver Period for them to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company will be able to demonstrate that Ms. Zou satisfies Rule 5.14 of the GEM Listing Rules, having had the benefit of Ms. Ko’s assistance such that further waiver will not be necessary; and
- (iii) the Company will announce details of the Waiver, including its reasons and conditions.

The Waiver will be revoked immediately if Ms. Ko ceases to provide assistance to Ms. Zou. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

The Board takes this opportunity to extend a warm welcome to Ms. Zou on her new appointment.

By Order of the Board  
**Zhejiang RuiYuan Intelligent Control Technology Company Limited\***  
**He Keng**  
*Chairman and Executive Director*

Ningbo, the People’s Republic of China, 7 February 2018

*As at the date of this announcement, the executive directors of the Company are Mr. He Keng, Ms. Wu Shanhong, Mr. Chen Weiqiang and Mr. Ding Cheng; and the independent non-executive directors of the Company are Mr. Zhang Zhuoyong, Mr. Zhang Tieyi and Mr. Kwok Kim Hung Eddie.*

*This announcement, for which the directors of the Company (“**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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of*

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*which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.ruiyuanhk.com](http://www.ruiyuanhk.com).*