

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



DADI INTERNATIONAL GROUP LIMITED

大地國際集團有限公司

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

(Stock Code: 8130)

CHANGE OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVES; AND WAIVER FROM STRICT COMPLIANCE WITH RULES 5.14 AND 11.07(2) OF THE GEM LISTING RULES

CHANGE OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVES

The board of directors (the “**Board**”) of Dadi International Group Limited (the “**Company**”) hereby announces that in order to devote more time to her personal affairs and commitment, Ms. Lau Wai Han (“**Ms. Lau**”) has tendered her resignation as (i) the company secretary of the Company; (ii) an authorized representative of the Company under the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iii) an authorized representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (collectively, the “**Authorized Representatives**”) with effect from 27 June 2019.

Ms. Lau confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board is pleased to announce that Ms. Mak Po Man Cherie (“**Ms. Mak**”) has been appointed as a joint company secretary of the Company (“**Joint Company Secretary**”) and the Authorized Representatives and Mr. Chen Yong (“**Mr. Chen**”) has also been appointed as a Joint Company Secretary with effect from 27 June 2019.

Ms. Mak is the Assistant Vice President of SWCS Corporate Services Group (Hong Kong) Limited. She has worked for various professional firms and listed companies in Hong Kong, with over 15 years of experience in the fields of audit, accounting, corporate finance, compliance and corporate secretarial. Ms. Mak obtained a Master of Corporate Governance degree from The Hong Kong Polytechnic University in 2017. She has been admitted as an associate member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom in 2017, a member of the Hong Kong Institute of Certified Public Accountants in 2003, and a fellow member of the Association of Chartered Certified Accountants in 2006.

Mr. Chen, aged 50, graduated from the faculty of management of Northwestern Polytechnical University (西北工業大學管理學院), having obtained a master degree in enterprise management in 2000. Mr. Chen is an economist (an intermediate title for professional and technical qualification in the economics management industry in the PRC), and is also a qualified board secretary of the Shanghai Stock Exchange. Mr. Chen joined the Company in April 2019 and served as the director of the finance department, and is responsible for the investment and financing business of the Company and its subsidiaries.

Prior to joining the Company, Mr. Chen has successively served as the general manager of the assets management department, officer of the board of directors office and vice president of CMIG New Energy Investment Group Limited (中民新能投資集團有限公司) from January 2017 to March 2019. Mr. Chen worked as a joint company secretary of China Datang Corporation Renewable Energy Power Co., Limited (a company listed on the Stock Exchange, stock code: 1798) from 10 June 2014 to 11 January 2017, and successively served as the deputy director and director of capital operation and assets management department of from July 2010 to January 2017. From 1991 to 2010, Mr. Chen successively worked in Xi'an Optical Measuring Equipments Factory (西安光學測量儀器廠), Xi'an political office of Tiancheng Group of General Political Department (總政天誠集團西安辦事處), Shaanxi Province Securities Company (陝西省證券公司), China Huayuan Group (中國華源集團) and Shanghai Duonamei Enterprise Development Co., Ltd. (上海多納美企業發展有限公司).

WAIVER FROM STRICT COMPLIANCE WITH RULES 5.14 AND 11.07(2) OF THE GEM LISTING RULES

Pursuant to Rules 5.14 and 11.07(2) of the GEM Listing Rules, an issuer must appoint as its company secretary an individual 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 of the issuer. Mr. Chen currently does not possess the qualifications of company secretary as required under Rules 5.14 and 11.07(2) of the GEM Listing Rules.

In relation to the appointment of Mr. Chen as a Joint Company Secretary, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the Listing Rules for a period of three years, commencing on 27 June 2019, the date of Mr. Chen’s appointment as a Joint Company Secretary (the “**Waiver Period**”) on the conditions that:

- (i) Mr. Chen will be assisted by Ms. Mak during the Waiver Period;
- (ii) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to revisit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Chen can satisfy Rule 5.14 of the GEM Listing Rules, having had the benefit of Ms. Mak’s assistance such that a further waiver will not be necessary; and
- (iii) the Company will announce details of the Waiver, including reasons for the Waiver and the Waiver’s conditions.

The Waiver will be revoked immediately if Ms. Mak ceases to be a Joint Company Secretary.

The Board would like to take this opportunity to express its gratitude to Ms. Lau for her past contributions to the Company during her tenure of service and express its warm welcome to Ms. Mak and Mr. Chen on their new appointment.

By Order of the Board of
Dadi International Group Limited
FU Yuanhong
Chairman

Hong Kong, 27 June 2019

As at the date of this announcement, the Board comprises of three executive Directors, namely Mr. Qu Zhongrang, Mr. Fu Yuanhong and Mr. Wu Xiaoming, two non-executive Directors, namely Mr. Zhang Honghai and Mr. Zhang Xiongfeng, and three independent non-executive Directors, namely Dr. Zhang Wei, Dr. Li Zhan and Mr. Law Yui Lun.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for 7 days from the day of its posting and the Company’s website at <http://dadi-international.com.hk>.