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## **XINYI AUTOMOBILE GLASS HONG KONG ENTERPRISES LIMITED**

**信義汽車玻璃香港企業有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 08328)**

### **CHANGES IN THE COMPOSITION OF BOARD OF DIRECTORS, COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND COMPLIANCE OFFICER**

The board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Automobile Glass Hong Kong Enterprises Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce the following changes in the composition of the Board, company secretary, authorised representative and compliance officer with effect from 16 May 2020.

#### **RESIGNATION OF EXECUTIVE DIRECTOR**

Mr. CHAN Chi Leung (“**Mr. CHAN**”) has resigned as an executive Director because of his personal commitments and career development. Following the resignation of Mr. CHAN, he has ceased to act as the financial controller of the Company, the company secretary of the Company and the authorised representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 5.24 of The Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). Mr. CHAN has also ceased to act as the compliance officer of the Company under Rule 5.19 of the GEM Listing Rules. Mr. CHAN will not hold any position within the Group with effect from 16 May 2020.

Mr. CHAN 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 and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. CHAN for his valuable contribution to the Company during his tenure of office.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

With effect from 16 May 2020, Mr. NG Ngan Ho (吳銀河) (“**Mr. NG**”), currently acting as the Chief Executive Officer of the Company, has been appointed as an executive Director. Mr. NG has also been appointed as the authorised representative of the Company under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the compliance officer of the Company under Rule 5.19 of the GEM Listing Rules.

Mr. NG, aged 55, is the Chief Executive Officer of the Company and is responsible for overseeing the daily operations and management of the Group. Mr. NG joined the Group in July 2016 and was appointed as the Chief Executive Officer in November 2018. Mr. NG is also a director of certain subsidiaries of the Group. Mr. NG is a non-executive director of Xinyi Glass Holdings Limited (the shares of which are listed on the Main Board of the Stock Exchange (Stock code: 00868)).

As at the date of this announcement, Mr. NG is one of the controlling shareholders of the Company (as defined in the GEM Listing Rules) and is deemed to be interested in aggregate of 453,165,649 shares of the Company, representing 69.92% of the issued share capital of the Company. Such interests include shares of the Company held by him (personal interest), interest in a controlled corporation and interest in persons acting in concert.

Mr. NG has entered into a service contract with the Company for a term of three years with effect from 16 May 2020 and will hold office only until the first general meeting of the Company after his appointment and shall then be eligible for re-election at that meeting, and thereafter subject to retirement and rotation at the general meeting of the Company in accordance with the articles of association of the Company. The Company and Mr. NG are entitled to terminate the appointment as an executive Director at any time by giving the other party six-months’ notice in writing. Mr. NG is entitled to an annual aggregate emolument of HK\$1,001,000 (Mr. NG will not receive any director’s fee from the Company) and a discretionary bonus, which are determined by the remuneration committee of the Board. Mr. NG’s remuneration is subject to review by the remuneration committee of the Board from time to time.

Save as disclosed above, as at the date of this announcement,

- (1) Mr. NG does not hold any position with the Company or other members of the Group;
- (2) Mr. NG does not have any other relationship with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the GEM Listing Rules);
- (3) Mr. NG does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
- (4) Mr. NG did not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years or other major appointments and professional qualifications; and
- (5) there is no other information relating to the appointment of Mr. NG as executive Director that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules or need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

#### **APPOINTMENT OF COMPANY SECRETARY**

With effect from 16 May 2020, Mr. CHEUNG Siu On Victor (張兆安) (“**Mr. CHEUNG**”) has been appointed as the company secretary of the Company. Mr. CHEUNG has also been appointed as the authorised representative of the Company under Rule 5.24 of the GEM Listing Rules.

Mr. CHEUNG, aged 32, is the financial controller of the Company and is responsible for the overall financial and company secretarial matters of the Group. Mr. CHEUNG joined the Group in April 2020. Mr. CHEUNG obtained a Bachelor's Degree in Business Administration (Honours) in Accountancy from The Hong Kong Polytechnic University. Mr. CHEUNG has over ten years of experience in auditing and prior to joining the Group, he worked for Xinyi Glass Holdings Limited (Stock code: 00868). Mr. CHEUNG is a member of the Hong Kong Institute of Certified Public Accountants.

By order of the Board  
**Xinyi Automobile Glass Hong Kong Enterprises Limited**  
**Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M**  
*Chairman*

Hong Kong, 16 May 2020

*As at the date of this announcement, the executive Directors are Mr. NG Ngan Ho and Ms. LI Pik Yung, the non-executive Directors are Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M (Chairman) and Mr. LEE Shing Kan, and the independent non-executive Directors are Mr. WANG Guisheng, Mr. NG Wai Hung and Mr. CHAN Hak Kan, B.B.S., JP.*

*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.*

*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 posting and on the Company's website at [www.xyglass.com.hk](http://www.xyglass.com.hk).*