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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 JOINT COMPANY SECRETARY, AUTHORIZED REPRESENTATIVE AND PROCESS AGENT; AND WAIVER FROM STRICT COMPLIANCE WITH RULES 5.14 AND 11.07(2) OF THE GEM LISTING RULES

CHANGE OF JOINT COMPANY SECRETARY, AUTHORIZED REPRESENTATIVE AND PROCESS AGENT

The board (the “**Board**”) of directors (the “**Directors**”) of Dadi International Group Limited (the “**Company**”) hereby announces that as at the date of this announcement, Mr. Hong Kam Le (康錦里) (“**Mr. Hong**”) has tendered his resignation as (i) a joint company secretary (the “**Joint Company Secretary**”) of the Company; (ii) an authorized representative (the “**Authorized Representative**”) of the Company pursuant to Rule 5.24 of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iii) an authorized representative (the “**Process Agent**”) of the Company to accept service of process and notices on behalf of the Company in Hong Kong as required under Rule 24.05(2) of the GEM Listing Rules and Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 28 February 2023 (the “**Effective Date**”).

Following the cessation of Mr. Hong to act as a Joint Company Secretary, the Board is pleased to announce that Mr. Au Yeung Ming Yin Gordon (歐陽銘賢) (“**Mr. Au Yeung**”) has been appointed as a Joint Company Secretary, the Authorized Representative and the Process Agent with effect from 28 February 2023. Mr. Bai Mingjun (白鳴君) (“**Mr. Bai**”) will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Au Yeung are set out below.

Mr. Au Yeung has served as the company secretary of Cocoon Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 428) since February 2019; the company secretary of China Finance Investment Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 875) since May 2019; and the joint company secretary of Values Cultural Investment Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1740) since January 2020. He has also served as an independent non-executive director of Amco United Holding Limited (a company listed on the Main Board of the Stock Exchange, stock code: 630) since March 2018.

Mr. Au Yeung was the company secretary of L&A International Holdings Limited (currently known as Legendary Group Limited, a company listed on GEM of the Stock Exchange, stock code: 8195) and Success Dragon International Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1182) from November 2019 to August 2020 and from October 2017 to September 2019, respectively. He was the financial controller of China Finance Investment Holdings Limited from May 2019 to October 2021; and the chief financial officer and company secretary of On Real International Holdings Limited (currently known as Zhao Xian Business Ecology International Holdings Limited, a company listed on GEM of the Stock Exchange, stock code: 8245) from August 2017 to February 2019. He was the chief financial officer and the company secretary of Cocoon Holdings Limited (then known as Huge China Holdings Limited) from May 2015 to August 2017.

Mr. Au Yeung has over 20 years of experience in the areas of accounting and auditing. Since May 2000, Mr. Au Yeung held management positions in an accounting team in Beijing Sports and Entertainment Industry Group Limited (then known as ASR Logistics Holdings Limited, a company listed on the Main Board of the Stock Exchange, stock code: 1803) until January 2015.

Mr. Au Yeung is a member of the Hong Kong Institute of Certified Public Accountants. He obtained a degree in Bachelor of Business (Business Administration) from RMIT University in Australia and a post graduate diploma in Professional Accounting from the Hong Kong Baptist University.

Please refer to the announcement of the Company dated 1 April 2022 (the “**Announcement**”) for the biographical details of Mr. Bai.

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

Reference is made to the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the GEM Listing Rules in respect of the eligibility of Mr. Bai to act as a Joint Company Secretary for a three-year period from the date of his appointment as a Joint Company Secretary (that is, from 1 April 2022 to 31 March 2025) (the “**Waiver Period**”), on the condition that, among others, Mr. Bai must be assisted by Mr. Hong as a joint company secretary of the Company during the Waiver Period. Relevant details of the Waiver were set out in the Announcement.

Given the condition of the Waiver could no longer be fulfilled following the resignation of Mr. Hong, the Company has applied to the Stock Exchange and has already been granted with a new waiver (the “**New Waiver**”) by the Stock Exchange from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the GEM Listing Rules for the remaining period of the Waiver Period (that is, from the date of this announcement to 31 March 2025) (the “**Remaining Waiver Period**”) in relation to the eligibility of Mr. Bai to continue to act as a Joint Company Secretary, on the conditions that:

- (i) Mr. Bai must be assisted by Mr. Au Yeung during the Remaining Waiver Period;
- (ii) the Company should notify the Stock Exchange at the end of the Remaining Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Remaining Waiver Period, the Company will be able to demonstrate that Mr. Bai can satisfy the requirements under Rule 5.14 of the GEM Listing Rules after having the benefit of Mr. Au Yeung’s assistance such that a further waiver will not be necessary; and
- (iii) the Company will announce details of the New Waiver, including its reasons and conditions.

In accordance with the second condition above, before the end of the Remaining Waiver Period, the Company shall demonstrate and seek the Stock Exchange’s confirmation that Mr. Bai, having had the benefit of Mr. Au Yeung assistance during the Remaining Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 5.14 of the GEM Listing Rules such that a further waiver will not be necessary. The New Waiver applies to Mr. Au Yeung’s appointment as the Joint Company Secretary only. The Stock Exchange may withdraw or change the New Waiver if the Company’s situation changes.

The Board would like to take this opportunity to express its gratitude to Mr. Hong for his contribution to the Company during his tenure of service and extend its warm welcome to Mr. Au Yeung on his new appointment.

By Order of the Board of
Dadi International Group Limited
Wu Xiaoming
Executive Vice Chairman

Hong Kong, 28 February 2023

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. Ju Mengjun and Mr. Zhang Xiongfeng, and three independent non-executive Directors, namely Dr. Zhang Wei, Mr. Law Yui Lun and Dr. Jin Lizuo.

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 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 “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its publication and the Company’s website at <http://www.dadi-international.com.hk>.