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Yadea Group Holdings Ltd.

雅迪集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1585)

**CHANGE OF JOINT COMPANY SECRETARY,
AUTHORISED REPRESENTATIVE
AND
AGENT FOR THE ACCEPTANCE OF SERVICE OF PROCESS AND
NOTICES IN HONG KONG**

The board (the “**Board**”) of directors (the “**Directors**”) of Yadea Group Holdings Ltd. (the “**Company**”) hereby announces that Ms. Wong Sau Ping (“**Ms. Wong**”) has tendered her resignation as one of the joint company secretaries (the “**Joint Company Secretary**”) and the authorised representative (the “**Authorised Representative**”) of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the agent for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”), all with effect from 31 August 2018. Ms. Wong has confirmed that she has no disagreement with the Board in any respect 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. Lam Yuk Ling (“**Ms. Lam**”) has been appointed as one of the Joint Company Secretaries, Authorised Representative and the Process Agent in place of Ms. Wong with effect from 31 August 2018. Mr. Shen Yu (“**Mr. Shen**”) will remain as the other Joint Company Secretary.

The Stock Exchange has granted a waiver (the “**Waiver**”) to the Company from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules for a period from the date of appointment of Ms. Lam as the Joint Company Secretary to 18 May 2019 (the “**New Waiver Period**”) in relation to the eligibility of Mr. Shen to act as a Joint Company Secretary on the conditions that:

- (i) Mr. Shen will be assisted by Ms. Lam during the New Waiver Period;
- (ii) the Company should notify the Stock Exchange at the end of the New Waiver Period for the Stock Exchange to re-visit the situation, with the expectation that, after the end of the New Waiver Period, the Company will be able to demonstrate that Mr. Shen can satisfy Rule 3.28 of the Listing Rules after having the benefit of Ms. Lam’s assistance such that a 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 and when Ms. Lam ceases to provide assistance to Mr. Shen.

Ms. Lam, an assistant manager of the Listing Services Department of TMF Hong Kong Limited (a global corporate services provider), has more than 10 years of experience in company secretarial field. Ms. Lam is an associate member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom.

The Board would like to take this opportunity to thank Ms. Wong for her contributions to the Company during her tenure of services and extend a warm welcome to Ms. Lam on her new appointment.

By order of the Board
Yadea Group Holdings Ltd.
Dong Jinggui
Chairman

Hong Kong, 31 August 2018

As of the date of this announcement, Mr. Dong Jinggui, Ms. Qian Jinghong, Mr. Liu Yeming, Mr. Shi Rui and Mr. Shen Yu are the executive Directors, and Mr. Li Zongwei, Mr. Wu Biguang and Mr. Yao Naisheng are the independent non-executive Directors.