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## **Tsaker Chemical Group Limited**

**彩客化學集團有限公司\***

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

**(Stock Code: 1986)**

### **CHANGE OF JOINT COMPANY SECRETARY AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

The Board announces that Ms. YANG Xue has resigned as a Joint Company Secretary due to work reallocation.

The Board is pleased to announce that Mr. BAI Kun has been appointed as a Joint Company Secretary, and the Stock Exchange has granted a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of Mr. Bai's appointment as a Joint Company Secretary.

The above changes are with effect from 11 December 2020.

#### **CHANGE OF JOINT COMPANY SECRETARY**

The board (the "**Board**") of directors (the "**Director(s)**") of Tsaker Chemical Group Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that Ms. YANG Xue ("**Ms. Yang**") has tendered her resignation from the position of a joint company secretary of the Company (the "**Joint Company Secretary**") with effect from 11 December 2020 due to work reallocation.

Ms. Yang has confirmed to the Board that she has no disagreement with the Board and that there is no matter in respect of her resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

Following Ms. Yang's resignation as a Joint Company Secretary, the Board is pleased to announce that Mr. BAI Kun ("**Mr. Bai**") has been appointed as a Joint Company Secretary. The other existing Joint Company Secretary, Ms. LEUNG Suet Lun ("**Ms. Leung**"), will remain as the other Joint Company Secretary.

The biographical details of Mr. Bai are as follows:

Mr. Bai, aged 43, is the chief financial officer of the Company (the “**Chief Financial Officer**”), being responsible for the financial operations of the Group. Mr. Bai has been an executive Director since 25 August 2016. Mr. Bai joined the Group in September 2014 as the Chief Financial Officer. Mr. Bai is also the sole director of Tsaker Chemical (Hong Kong) Company Limited (彩客化學(香港)有限公司). His work experience includes acting as manager for the Tianjin branch of PricewaterhouseCoopers Zhong Tian CPAs Company Limited (普華永道中天會計師事務所有限公司天津分所) from September 2002 to February 2010 and the financial controller of Tianjin Walkman Biomaterial Co., Ltd. from February 2010 to August 2014. Mr. Bai is a Certified Public Accountant of China. Mr. Bai obtained a master’s degree in Technoeconomics and Management in March 2002 and a bachelor’s degree in Technoeconomics in July 1999 from Tianjin University.

The biographical details of Ms. Leung are as follows:

Ms. Leung is a senior manager of the listing services department of TMF Hong Kong Limited, an external professional services provider. She has over 12 years of professional experience in legal, company secretarial and tax consulting fields. Ms. Leung currently serves as the joint company secretary of (i) China Traditional Chinese Medicine Holdings Co. Limited (Stock Code: 0570); (ii) iDreamSky Technology Holdings Limited (Stock Code: 1119) and (iii) Poly Culture Group Corporation Limited (Stock Code: 3636); and the sole company secretary of (iv) CR Construction Group Holdings Limited (Stock Code: 1582); (v) Homeland Interactive Technology Ltd. (Stock Code: 3798); (vi) TANSH Global Food Group Co., Ltd (Stock Code: 3666) and (vii) Wisdom Education International Holdings Company Limited (Stock Code: 6068), all of which are companies whose shares are listed on the Stock Exchange.

Ms. Leung is a solicitor of Hong Kong and a member of Hong Kong Institute of Certified Public Accountants. She obtained a bachelor’s degree in social sciences and a bachelor’s degree of laws from the University of Hong Kong.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Having considered Mr. Bai's background and experience, the Board is of the view that, although Mr. Bai is yet to possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules, he is capable of discharging his functions as a Joint Company Secretary. The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules with respect to the eligibility of Mr. Bai to act as a Joint Company Secretary (the "**Waiver**") for a period of three years from the date of his appointment as the Joint Company Secretary, being 11 December 2020 (the "**Waiver Period**"). The Waiver is granted on the conditions that:

- (i) Mr. Bai will be assisted by Ms. Leung, the other Joint Company Secretary who possesses the requisite qualifications and experience of a company secretary as required under Rule 3.28 of the Listing Rules, to acquire the relevant experience and discharge his functions as a Joint Company Secretary during the Waiver Period;
- (ii) the Company shall notify the Stock Exchange before the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Company expects to demonstrate that Mr. Bai can satisfy Rules 3.28 and 8.17 of the Listing Rules at the end of the Waiver Period, having had the benefit of Ms. Leung's assistance such that a further Waiver will not be necessary; and
- (iii) the Company will announce details of the Waiver, including the reasons for the Waiver and Waiver conditions by way of an announcement.

The Waiver will be revoked immediately if and when Ms. Leung ceases to provide assistance to Mr. Bai, or there are material breaches of the Listing Rules by the Company. The Stock Exchange may withdraw or change the Waiver if the situation of the Company changes.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Yang for her valuable contributions to the Company during her tenure of service as the Joint Company Secretary and congratulate Mr. Bai on his new appointment.

By Order of the Board  
**Tsaker Chemical Group Limited**  
**GE Yi**  
*Chairman*

Beijing, the PRC, 11 December 2020

*As at the date of this announcement, the Board comprises Mr. GE Yi (Chairman), Mr. BAI Kun and Ms. ZHANG Nan as executive Directors; Mr. FONTAINE Alain Vincent as a non-executive Director; and Mr. HO Kenneth Kai Chung, Mr. ZHU Lin and Mr. YU Miao as independent non-executive Directors.*

\* *For identification purpose only*