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Wan Kei Group Holdings Limited

宏基集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1718)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
COMPANY SECRETARY,
PROCESS AGENT,
COMPOSITION OF BOARD COMMITTEE AND
APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The Board announces that:

1. Mr. Qin Fen has resigned as the independent non-executive Director and has ceased to be a member of the Audit Committee of the Company with effect from 7 January 2021;
2. Mr. Jan Wing Fu, Barry has ceased to be the Company Secretary, Financial Controller and Process Agent of the Company with effect from 7 January 2021;
3. Mr. Eric, Todd has been appointed as an independent non-executive Director and a member of the Audit Committee of the Company with effect from 7 January 2021;
4. Mr. Chui Kwong Kau has been appointed as a non-executive Director of the Company with effect from 7 January 2021; and
5. Ms. Wong Kit Ying has been appointed as the Company Secretary and Process Agent of the Company with effect from 7 January 2021.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE

The board (the “**Board**”) of directors (the “**Director(s)**”) of Wan Kei Group Holdings Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”) hereby announces that, in order to devote more time to his personal commitments and other business, Mr. Qin Fen (“**Mr. Qin**”) has tendered his resignation as the independent non-executive Director and has ceased to be a member of the audit committee (the “**Audit Committee**”) of the Company with effect from 7 January 2021. Mr. Qin has confirmed that he has no disagreement with the Board and that he is not aware of any matter in relation to his resignation that needs to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

CESSATION OF COMPANY SECRETARY, FINANCIAL CONTROLLER AND PROCESS AGENT

The Board hereby announces that, Mr. Jan Wing Fu, Barry (“**Mr. Jan**”) has ceased to be the company secretary (the “**Company Secretary**”), the financial controller (the “**Financial Controller**”) and an authorized representative of the Company for accepting service of process and notice in Hong Kong on its behalf under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (“**Process Agent**”) with effect from 7 January 2021. Mr. Jan has confirmed that he has no disagreement with the Board and that he is not aware of any matter in relation to his cessation of employment that needs to be brought to the attention of the Shareholders or the Stock Exchange.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE AUDIT COMMITTEE

The Board is pleased to announce that with effect from 7 January 2021, Mr. Eric, Todd (“**Mr. Todd**”) has been appointed as an independent non-executive Director and member of the Audit Committee.

The biography of Mr. Todd is set out below:

Mr. Todd, aged 58, possesses extensive professional experience in the auditing, financial management, investment and media industry. Mr. Todd holds a bachelor of science degree in business administration from the School of Management of Boston University in Massachusetts, United States of America. He was a certified public accountant in the State of California, the United States from September 1989 to January 2010.

Mr. Todd started his career at the Hong Kong office of KPMG (formerly known as KPMG Peat Marwick) from 1985 to 1990 and subsequently joined the Standard Chartered Bank Group and worked from 1991 to 1995. Prior to joining the Company, he had been employed as a business consultant and also served as finance director for several companies engaged in the media industry.

Mr. Todd is currently an executive director of DeTai New Energy Group Limited (stock code: 559) and an executive director of Chinese Food and Beverage Group Limited (stock code: 8272).

Mr. Todd is also currently a director of Tech Pro Technology Development Limited (stock code: 3823) (“**Tech Pro**”), the issued shares of which were listed on the main board of the Stock Exchange and delisted on 2 March 2020. Mr. Todd was appointed as a director of Tech Pro on 13 March 2020. Mr. Todd was also a non-executive director of Leyou Technologies Holdings Limited (stock code: 1089) from July 2015 to December 2020 (the issued shares of which were listed on the main board of the Stock Exchange and delisted on 24 December 2020). Mr. Todd was an executive director of Shi Shi Services Limited (stock code: 8181) from August 2016 to October 2020, and an independent non-executive director of Boill Healthcare Holdings Limited (stock code: 1246) from July 2016 to August 2017.

Mr. Todd was an executive director of Hsin Chong Group Holdings Limited (stock code: 404) (“**Hsin Chong**”) from March 2017 to March 2019, whose securities were listed on the main board of the Stock Exchange until 31 December 2019. Hsin Chong was wound up by an order of the Supreme Court of Bermuda dated 20 January 2020 (“**Winding-up Order**”), following windingup petitions made by a creditor of Hsin Chong. Mr. Todd confirmed that he was not a party to such winding up petition and is not aware of any actual or potential claim that has been or will be made against him as a result thereof.

Save as disclosed above, Mr. Todd does not hold any directorship in any public companies the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or have other major appointments and professional qualifications.

Mr. Todd does not have any relationship with other Directors, senior management, substantial or controlling Shareholders as defined in the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Mr. Todd has entered into a director’s service agreement with the Company for a term of 2 years commencing on 7 January 2021 subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The director’s fee of Mr. Todd is HK\$144,000 per annum and Mr. Todd is entitled to discretionary bonus payment which is determined with reference to his experience, duties and responsibilities within the Company.

Mr. Todd has met the independence guidelines set out in Rule 3.13 of the Listing Rules and there are no other matters relating to the appointment of Mr. Todd that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rules 13.51(2) of the Listing Rules.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that with effect from 7 January 2021, Mr. Chui Kwong Kau (“**Mr. Chui**”) has been appointed as a non-executive Director.

The biography of Mr. Chui is set out below:

Mr. Chui, aged 53, has over 20 years of experiences in financial management, accounting, and auditing fields.

Mr. Chui is currently a non-executive director of Boill Healthcare Holdings Limited (stock code: 1246) and an executive director of Hong Kong Life Sciences and Technologies Group Limited (“**HK Life Sci**”) (Stock Code: 8085). The securities of HK Life Sci had been listed on the GEM of the Stock Exchange until 14 September 2020.

He was an independent non-executive director of Aurum Pacific (China) Group Limited (stock code: 8148) from March 2010 to March 2016, an executive director of China Energy Development Holdings Limited (stock code: 228) from October 2005 to June 2016 and a non-executive director of DeTai New Energy Group Limited (Stock Code: 559) from December 2015 to March 2020.

Mr. Chui was an executive director of Ming Lam Holdings Limited (“**Ming Lam Hldgs**”) (stock code: 1106) from July 2019 to August 2020. Mr. Chui was informed that Ming Lam Hldgs was ordered to be wound up and an official receiver was appointed as the provisional liquidator by the High Court of Hong Kong on 31 August 2020. Mr. Chui confirmed that he was not a party of such winding up proceedings and is not aware of any actual or potential claim that has been or will be made against him as a result of the above.

Mr. Chui was a non-executive director of Hsin Chong Group Holdings Limited (stock code: 404) from May 2015 to March 2019 whose securities were listed on the main board of the Stock Exchange until 31 December 2019. Hsin Chong was wound up by an order of the Supreme Court of Bermuda dated 20 January 2020, following winding-up petitions made by a creditor of Hsin Chong. Mr. Chui confirmed that he was not a party of such winding up proceedings and is not aware of any actual or potential claim that has been or will be made against him as a result of the above.

Mr. Chui does not have any relationship with other Directors, senior management, substantial or controlling Shareholders as defined in the Listing Rules and he has no interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Mr. Chui has entered into a director’s service agreement with the Company for a term of 2 years commencing on 7 January 2021 subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The director’s fee of Mr. Chui is HK\$144,000 per annum and Mr. Chui is entitled to discretionary bonus payment which is determined with reference to his experience, duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Chui that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to paragraphs (h) to (v) of Rules 13.51(2) of the Listing Rules.

APPOINTMENT OF COMPANY SECRETARY AND PROCESS AGENT

The Board is also pleased to announce that Ms. Wong Kit Ying (“**Ms. Wong**”) has been appointed as the Company Secretary and Process Agent with effect from 7 January 2021.

Ms. Wong joined the Company in January 2017. She currently serves as an assistant financial controller. She holds a bachelor of accounting degree in the Edinburgh Napier University and is a member of the Hong Kong Institute of Certified Public Accountants. Prior to joining the Company, Ms. Wong worked in Sheen Tai Holdings Group Company Limited, a company listed on the main board of the Stock Exchange (stock code: 1335) as a finance manager and several accounting firms. Ms. Wong has over 9 years of extensive experience in the field of accounting, auditing and financial management.

The Board would like to take this opportunity to express its gratitude to Mr. Qin and Mr. Jan for their contribution to the Company during their tenure of office and wish to extend a warm welcome to Mr. Todd, Mr. Chui and Ms. Wong for their new appointments.

By order of the Board
WAN KEI GROUP HOLDINGS LIMITED
Yan Shuai
Chairman

Hong Kong, 7 January 2021

As at the date of this announcement, the executive Directors are Mr. Yan Shuai, Mr. Chan Kwan and Mr. Zhu Jiayu; the non-executive Directors are Mr. Zhang Zhenyi and Mr. Chui Kwong Kau; and the independent non-executive Directors are Mr. Lo Wa Kei Roy, Mr. Leung Ka Fai Nelson and Mr. Eric, Todd.