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## **Litian Pictures Holdings Limited**

**力天影業控股有限公司**

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

**(Stock Code: 9958)**

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

#### **CHANGE OF JOINT COMPANY SECRETARY AND PROCESS AGENT**

The board of directors (the “**Board**”) of Litian Pictures Holdings Limited (the “**Company**”) announces that the Company has engaged SWCS Corporate Services Group (Hong Kong) Limited (“**SWCS**”) to provide corporate secretarial services support to the Company and SWCS has nominated Ms. Lau Jeanie (“**Ms. Lau**”) to assume the offices of the joint company secretary of the Company (the “**Joint Company Secretary**”) and the process agent in Hong Kong for the purpose of accepting service of process in Hong Kong under Part 16 of the Companies Ordinance, Chapter 622 of the Laws of Hong Kong and for the purpose of accepting services of process and notices on the Company’s behalf in Hong Kong under Rule 19.05(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (collectively, the “**Process Agent**”) with effect from 3 June 2021.

The Board hereby announces that Ms. Lau has tendered her resignation as the Joint Company Secretary and the Process Agent of the Company with effect from 12 July 2022, and SWCS has re-nominated Ms. Ho Yin Kwan (“**Ms. Ho**”) in place of Ms. Lau to act as one of the Joint Company Secretaries and the Process Agent of the Company with effect from 12 July 2022. Ms. Fu Jieyun (“**Ms. Fu**”) will remain as the other Joint Company Secretary.

Ms. Lau has confirmed that she has no disagreement with the Board 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.

Ms. Ho is a vice president of SWCS. She has over 20 years of professional experience in corporate secretarial field and has been providing corporate secretarial services to both listed and private companies incorporated in Hong Kong and overseas. Ms. Ho holds a bachelor's degree in business and finance from the University of Portsmouth and a master's degree in corporate governance from the Open University of Hong Kong (currently known as Hong Kong Metropolitan University). Ms. Ho is a member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

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

Reference is made to the waiver (the “**Existing Waiver**”) granted to the Company by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in relation to the eligibility of Ms. Fu to act as a Joint Company Secretary of the Company for the period from 3 June 2021 (being the date of appointment of Ms. Lau as a Joint Company Secretary) to 12 January 2024 (the “**Waiver Period**”) on the conditions that Ms. Lau, who meets the requirements under Rules 3.28 and 8.17 of the Listing Rules, as a Joint Company Secretary, to assist Ms. Fu in discharging her functions as a company secretary and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules. The Existing Waiver will be revoked immediately when Ms. Lau, during the Waiver Period, ceases to provide assistance to Ms. Fu. Relevant details of the Existing Waiver were disclosed in the announcement of the Company dated 3 June 2021.

The Company has applied for, and the Stock Exchange has granted a new waiver (the “**New Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period from the date of the appointment of Ms. Ho as a Joint Company Secretary to 12 January 2024 (i.e. the remaining period of the Existing Waiver) (the “**New Waiver Period**”) in relation to the eligibility of Ms. Fu to act as a Joint Company Secretary on the conditions that (i) Ms. Fu will be assisted by Ms. Ho during the New Waiver Period; and (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company. The Company should announce the reasons, details and conditions of the New Waiver, and the qualification and experience of Ms. Ho.

Before the end of the New Waiver Period, the Company should demonstrate and seek confirmation from the Stock Exchange that Ms. Fu, having had the benefit of the assistance from Ms. Ho during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its gratitude to Ms. Lau for her valuable contribution to the Company during her tenure of service, and to welcome Ms. Ho on her new appointment.

By order of the Board  
**Litian Pictures Holdings Limited**  
**Yuan Li**  
*Chairman*

Hong Kong, 12 July 2022

*As at the date of this announcement, the Board comprises Mr. Yuan Li, Ms. Tian Tian and Ms. Fu Jieyun as executive directors, Mr. Yu Yang, Mr. Tang Zhiwei and Mr. Luo Jianxing as non-executive directors and Mr. Teng Bing Sheng, Mr. Liu Hanlin and Mr. Gan Weimin as independent non-executive directors.*