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火岩控股
FIRE ROCK HOLDINGS

火岩控股有限公司
FIRE ROCK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1909)

- (1) RESIGNATION OF JOINT COMPANY SECRETARY AND CHIEF FINANCIAL OFFICER;
- (2) APPOINTMENT OF JOINT COMPANY SECRETARY; AND
- (3) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

RESIGNATION OF JOINT COMPANY SECRETARY AND CHIEF FINANCIAL OFFICER

The board (the “**Board**”) of directors (the “**Directors**”) of Fire Rock Holdings Limited (the “**Company**”) hereby announces that Mr. Wei Dong (“**Mr. Wei**”) has tendered his resignation as a joint company secretary of the Company (the “**Joint Company Secretary**”) and the chief financial officer of the Company (the “**Chief Financial Officer**”) with effect from 11 December 2022 due to his personal health reasons.

Mr. Wei confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Wei for his valuable support and contribution to the Company during his tenure of office.

APPOINTMENT OF JOINT COMPANY SECRETARY

The Board is pleased to announce the appointment of Ms. Li Zijuan (“**Ms. Li**”) as a Joint Company Secretary with effect from 11 December 2022. Ms. Li will work with Mr. Chu Hon Leung (“**Mr. Chu**”), a solicitor of the High Court of Hong Kong, as joint company secretaries.

Ms. Li holds a bachelor's degree in Literature and Management from Wuhan Institute of Technology and a certificate in the Advanced Business Administration Seminar for Shenzhen Private and Small and Medium Enterprises (深圳市民營及中小企業高級工商管理研修班證書) from Tsinghua Shenzhen International Graduate School. She has served the Company for more than 7 years and is currently the assistant to the Chief Financial Officer of the Company, who is mainly responsible for the legal, company secretarial and compliance affairs of the Company. Since joining the Company in May 2015, Ms. Li had been actively involved in the Company's listing and transfer of listing from GEM to the Main Board of the Stock Exchange in 2016 and 2019 respectively, and has been assisting the Board in its operation and daily duties, performing the Company's compliance and registration and filing obligations, and preparing information disclosure documents including the annual reports, interim reports, announcements and circulars of the Company.

From July 2014 to April 2015, Ms. Li served as a risk control specialist of Shenzhen MTC Co., Ltd., the shares of which are listed on the Shenzhen Stock Exchange (stock code: SZ002429).

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**"), an issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, by virtue of his/her academic or profession qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Mr. Chu is a solicitor of the High Court of Hong Kong and currently an associate of Li & Partners, who possesses the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules. Mr. Chu has served as a Joint Company Secretary of the Company since June 2018 and had been a solicitor with local and international law firms in Hong Kong, possessing extensive experience in handling the compliance issues of listed companies. Although Ms. Li currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Listing Rules, having considered Ms. Li (i) has extensive working experience in the Company and is familiar with the business and operation of the Company and its subsidiaries; (ii) has solid educational background in commercial and financial aspects; (iii) has in-depth knowledge of the Listing Rules, other applicable laws and regulations and the duties of a company secretary of a listed company; and (iv) has maintained a close and efficient cooperating relationship with the Board and the management of the Company, the Board believes that Ms. Li has sufficient capacity to discharge the functions of the Joint Company Secretary, and it is in the interest of the Company and its shareholders as a whole to appoint Ms. Li as a Joint Company Secretary.

Accordingly, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the “**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 Ms. Li’s appointment as a Joint Company Secretary of the Company (the “**Waiver Period**”) on the conditions that: (i) Ms. Li must be assisted by Mr. Chu throughout the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. Li, having had the benefit of Mr. Chu’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of a company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Waiver applies to the appointment of Ms. Li as the Joint Company Secretary only, and the Waiver could be revoked or changed in case of changes in the circumstances of the Company.

The Board would like to extend its welcome to Ms. Li on her new appointment as the Joint Company Secretary of the Company.

APPOINTMENT OF CHIEF FINANCIAL OFFICER

The Company will identify a suitable candidate to fill the vacancy of the Chief Financial Officer. The Company will make further announcement(s) in this regard as and when appropriate.

CONTINUED SUSPENSION OF TRADING

As disclosed in the announcement on quarterly update on resumption dated 30 September 2022, the Company and its professional advisers are in the progress of devising a resumption plan with actions that it intends to take to remedy the issues causing its trading suspension and to fulfill the resumption guidance.

Trading in the shares of the Company on the Stock Exchange was suspended with effect from 9:00 a.m. on 1 April 2022 and will remain suspended until further notice.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board of
Fire Rock Holdings Limited
Chen Di
Executive Director

Hong Kong, 11 December 2022

As at the date of this announcement, the executive Directors are Mr. Zhou Kun and Mr. Chen Di; the non-executive Directors are Mr. Zhang Yan and Ms. Yang Kan; and the independent non-executive Directors are Mr. Chan King Fai, Mr. Yang Zhen and Ms. Zhuang Renyan.