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# WISDOM

## WISDOM SPORTS GROUP

### 智美體育集團

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

**(Stock code: 1661)**

## **CHANGE OF DIRECTORS, COMPOSITION OF BOARD COMMITTEES, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

This announcement is made by Wisdom Sports Group (the “**Company**”, together with its subsidiaries, the “**Group**”) under Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

## **RESIGNATION OF DIRECTORS, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company announces that with effect from 23 January 2024:

- (1) Dr. Shen Wei (“**Dr. Shen**”) has resigned as an executive Director and a member of the remuneration committee of the Board (the “**Remuneration Committee**”);
- (2) Ms. Hao Bin (“**Ms. Hao**”) has resigned as an executive Director, the Company Secretary and an Authorised Representative of the Company; and
- (3) Mr. Ip Kwok On Sammy (“**Mr. Ip**”) has resigned as an independent non-executive Director, a member of each of the audit committee of the Board (the “**Audit Committee**”) and the nomination committee of the Board (the “**Nomination Committee**”).

Each of Dr. Shen, Ms. Hao and Mr. Ip has confirmed that he/she has resigned from the Company for personal reasons and he/she has no disagreement with the Board. In addition, there are no matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange in relation to their resignations.

The Board would like to take this opportunity to express its gratitude to Dr. Shen, Ms. Hao and Mr. Ip for their contribution to the Group during their term of office.

## **RE-DESIGNATION OF CHAIRLADY OF THE BOARD AND RESIGNATION AS CHAIRLADY OF THE NOMINATION COMMITTEE**

The Board announces that with effect from 23 January 2024, Ms. Ren Wen has been re-designated as a co-chairlady of the Board and has resigned as the chairlady of the Nomination Committee.

Biographical details of Ms. Ren Wen are as follows:–

Ms. Ren Wen, also known as Ms. Ren Guozun, aged 47, is the founder of the Group and is the co-chairlady of the Board. She founded Beijing Wisdom Media in 2007, and led the Company to its listing on the Main Board of the Stock Exchange in July 2013. Ms. Ren was appointed as the deputy chairlady of Chinese Sports Culture Promotion Federation (中國體育文化促進會) in 2014. Ms. Ren obtained a diploma in journalism from the Beijing Broadcasting Institute (北京廣播學院) (currently known as the Communication University of China (中國傳媒大學)) in January 2000.

As at the date of this announcement, Ms. Ren Wen is deemed to be interested in 290,541,000 shares of the Company (equivalent to approximately 18.24% of the issued share capital of the Company) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above and as at the date of this announcement, Ms. Ren Wen has not held any other directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. She is not connected with any directors, senior management, substantial or controlling shareholders of the Company, nor does she have any interests in the shares which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

## **APPOINTMENT OF DIRECTORS**

The Board is pleased to announce that with effect from 23 January 2024:

- (1) Mr. Wong Man Keung (“**Mr. Wong**”) has been appointed as an executive Director, a co-chairman of the Board, a member of the Remuneration Committee and the chairman of the Nomination Committee;
- (2) Ms. Ren Song (“**Ms. Ren**”) has been appointed as an executive Director and a co-chairlady of the Board;
- (3) Mr. Lee Kin Fai (“**Mr. Lee**”) has been appointed as an independent non-executive Director of the Board and a member of each of the Audit Committee and the Nomination Committee; and

- (4) Ms. Gao Wenjuan (“**Ms. Gao**”) has been appointed as an independent non-executive Director of the Board.

Their biographical details are as follows:–

**Mr. Wong**

Mr. Wong, aged 56, is a member of the Institute of Certified Management Accountants of Australia. Mr. Wong has extensive experience in direct investment, commercial banking and manufacturing in the People’s Republic of China. From November 2011 to January 2017, Mr. Wong was appointed as an executive director and chief executive officer of Green International Holdings Limited, whose shares are listed on main board of the Stock Exchange (stock code: 2700). From November 2017 to March 2020, Mr. Wong was appointed as an executive director of Lamtex Holdings Limited, whose shares were formerly listed on the main board of the Stock Exchange (stock code: 1041). From January 2024, Mr. Wong was appointed as an executive director of Golden Century International Holdings Group Limited, whose shares are listed on main board of the Stock Exchange (stock code: 91).

Mr. Wong has entered into a service agreement as an executive Director with the Company for a period of three year from the date of appointment. He will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the articles of the Company. Mr. Wong is entitled to a director’s fee of HK\$360,000 per year, which was determined by the Board with reference to the current market conditions and may be reviewed from time to time at the discretion of the Board.

**Ms. Ren**

Ms. Ren, aged 47, graduated with a bachelor’s degree in economic management. Ms. Ren has extensive experience in organizing, promoting and operating of large scales events. In 1998, Ms. Ren served at NARI Group Corporation and was responsible for team training. Since then, Ms. Ren has been working in the management role and has outstanding performance in relation to human resource management, administration, marketing, operations, financing and government relations. Ms. Ren has also won various industry awards for her companies over the years. Ms. Ren has rich experience in organizing and promoting large-scale events. In recent years, Ms. Ren has started to collaborate with many world organizations, such as the United Nations Industrial Development Organization, the World Health Organization, the World Wildlife Fund, etc. to co-organize large-scale events and is fully responsible for the preparation of the preparation, operation and promotion work.

Ms. Ren has entered into a service agreement as an executive Director with the Company for a period of three year from the date of appointment. She will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the articles of the Company. Ms. Ren is entitled to a director’s fee of HK\$300,000 per year, which was determined by the Board by reference to the current market conditions and may be reviewed from time to time at the discretion of the Board.

## **Mr. Lee**

Mr. Lee, aged 51, is a fellow member of The Hong Kong Institute of Certified Public Accountants. Mr. Lee obtained a master's degree in business administration from the Manchester Business School of The University of Manchester in the United Kingdom in 2007. Mr. Lee has over 20 years of experience in auditing, accounting, and company secretary roles, including working with international accounting firms, private companies, and public companies.

Mr. Lee has entered into a service agreement as an independent non-executive Director with the Company for a period of three year from the date of appointment. He will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the articles of the Company. Mr. Lee is entitled to a director's fee of HK\$240,000 per year, which was determined by the Board by reference to the current market conditions and may be reviewed from time to time at the discretion of the Board.

## **Ms. Gao**

Ms. Gao, aged 37, graduated from Huazhong University of Science and Technology with a bachelor's degree in journalism. Ms. Gao has extensive experience in auditing, accounting and consulting. Since 2010, Ms. Gao has started working in finance, taxation and auditing practices. Ms. Gao has extensive financial knowledge given her management experience in various well-known domestic consulting and management companies of which she is mainly responsible for auditing of Hong Kong enterprises. Her rich experience in the auditing requirements of both mainland and Hong Kong can provide useful consulting advice to the Company.

Ms. Gao has entered into a service agreement as an independent non-executive Director with the Company for a period of three year from the date of appointment. She will hold office until the next general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the articles of the Company. Ms. Gao is entitled to a director's fee of HK\$240,000 per year, which was determined by the Board by reference to the current market conditions and may be reviewed from time to time at the discretion of the Board.

Save as disclosed above and as at the date of this announcement, each of Mr. Wong, Ms. Ren, Mr. Lee and Ms. Gao has not held any other directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas. He/she is not connected with any directors, senior management, substantial or controlling shareholders of the Company, nor does he/she have any interests in the shares which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Mr. Lee and Ms. Gao has confirmed that he/she meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Wong, Ms. Ren, Mr. Lee and Ms. Gao's appointment as a Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Company would like to take this opportunity to welcome Mr. Wong, Ms. Ren, Mr. Lee and Ms. Gao in joining the Board.

## **CHANGE OF COMPANY SECRETARY**

In consideration of Ms. Hao's resignation as the Company Secretary, the Board announces that Mr. Chan Kui Ming ("**Mr. Chan**") has been appointed as the Company Secretary of the Company with effect from 23 January 2024. Set out below are the biographical details of Mr. Chan:

Mr. Chan is a Chartered Secretary, a Chartered Governance Professional and an Associate of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom.

## **APPOINTMENT OF AUTHORISED REPRESENTATIVE**

Following the resignation of Ms. Hao, she has also ceased to be an authorised representative of the Company for the purpose of Rule 3.05 of the Listing Rules with effect from 23 January 2024. Mr. Wong, the newly appointed executive Director, has been appointed as an authorised representative for the purpose of Rule 3.05 of the Listing Rules with effect from 23 January 2024.

By order of the Board  
**Wisdom Sports Group**  
**Ren Wen**  
*Co-chairlady and Executive Director*

Hong Kong, 23 January 2024

*As at the date of this announcement, the executive Directors of the Company are Ms. Ren Wen, Mr. Sheng Jie, Mr. Wong Man Keung and Ms. Ren Song; and the independent non-executive Directors of the Company are Mr. Chen Zhijian, Mr. Lee Kin Fai, Mr. Jin Guoqiang and Ms. Gao Wenjuan.*