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Victory Securities (Holdings) Company Limited
勝利證券(控股)有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8540)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR AND CHANGE IN
THE COMPOSITION OF BOARD COMMITTEES
AND
(2) CHANGE OF COMPANY SECRETARY**

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Victory Securities (Holdings) Company Limited (the “**Company**”) is pleased to announce that Mr. Ying Wing Ho Peter (“**Mr. Ying**”) has been appointed as an independent non-executive Director of the Company, chairman of the audit committee of the Company, chairman of the remuneration committee of the Company and a member of the nomination committee of the Company, all with effect from 14 October 2019.

The biographical details of Mr. Ying are set out as follows:

Mr. Ying, aged 33, graduated from The University of Nottingham in the United Kingdom with a bachelor’s degree in Finance, Accounting and Management. He also holds a master degree of Laws (Corporate and Financial Law) from the University of Hong Kong. Mr. Ying is also a member of the Hong Kong Institute of Certified Public Accountants. Mr. Ying is currently a senior internal auditor in Allianz Asset Management GmbH (“**Allianz**”) and is responsible in leading audit projects including product management, investment processes, sales marketing, operations and finance within the Asia-Pacific region. Prior to joining Allianz in October 2016, Mr. Ying worked in an international audit firm as a manager in financial services assurance. Mr. Ying has over 12 years of experiences in the accounting, internal audit and corporate finance field.

Mr. Ying did not hold any other directorships in the last three years in any other public companies, the securities of which are listed in Hong Kong or overseas, and he does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined under the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**GEM Listing Rules**”)) of the Company. As at the date of this announcement, Mr. Ying does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

Pursuant to a letter of appointment made between the Company and Mr. Ying, the term of office for Mr. Ying will be for an initial period of three years commencing on 14 October 2019. Mr. Ying will hold office until the next annual general meeting of the Company and is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Ying is entitled to receive a fee of HK\$160,000 per annum for being a Director. The remuneration of Mr. Ying is determined by the Board by reference to his experience, duties and responsibilities, time contribution and prevailing market conditions, and will be reviewed by the remuneration committee of the Company annually.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Ying that need to be brought to the attention of the shareholders of the Company nor is there any information to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

Following the appointment of Mr. Ying as an independent non-executive Director of the Company, chairman of the audit committee of the Company and chairman of the remuneration committee of the Company, the Company has fully complied with the requirements of Rule 5.05, Rule 5.28 and Rule 5.34 of the GEM Listing Rules.

The Company would like to take this opportunity to welcome Mr. Ying for joining the Board.

CHANGE OF COMPANY SECRETARY

The Board hereby also announces that Mr. Wong Wai Chiu (“**Mr. Wong**”) and Mr. Chan Pui Chuen (“**Mr. Chan**”) have tendered their resignation as the joint company secretaries of the Company with effect from 16 October 2019 due to their personal commitments. Mr. Chan is still as an executive Director of the Company upon resignation as the joint company secretary of the Company. Both Mr. Wong and Mr. Chan have confirmed that they have no disagreements with the Board and there are no matters in relation to their resignation that needs to be brought to the attention of the shareholders of the Company.

The Board also announces that Mr. Kong Yan Yue (“**Mr. Kong**”) will be appointed as the company secretary of the Company with effect from 16 October 2019.

Mr. Kong is the chief financial officer of the Company and its subsidiaries (the “**Group**”) since March 2019. Mr. Kong holds a master degree in corporate governance and a bachelor degree in accountancy from the Hong Kong Polytechnic University. Mr. Kong is a member of the Hong Kong Institute of Certified Public Accountants and an associate member of the Hong Kong Institute of Chartered Secretaries. Mr. Kong has over 15 years of working experience in auditing, accounting, financial management, corporate finance and corporate governance. Prior to joining the Group, Mr. Kong worked in the audit and assurance department of an international audit firm, and later he served key managerial roles in the finance department in several companies listed on the GEM and the Main Board of the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wong and Mr. Chan for their contributions to the Company during their tenure of services and also welcome Mr. Kong for his new appointment.

By Order of the Board
Victory Securities (Holdings) Company Limited
Chan Ying Kit
Chairman

Hong Kong, 14 October 2019

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Kou Kuen, Mr. Chiu Che Leung, Stephen and Mr. Chan Pui Chuen, one non-executive Director, namely Mr. Chan Ying Kit (Chairman) and three independent non-executive Directors, namely Mr. Ying Wing Ho Peter, Mr. Liu Chun Ning Wilfred and Dr. Yan Ka Shing.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company (www.victorysec.com.hk).