

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the Shares or any securities of the Company.



**(1) RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
(2) NON-COMPLIANCE WITH THE LISTING RULES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Yin He Holdings Limited (the “**Company**”) announces that with effect from 23 August 2021, Dr. Cheung Wai Bun Charles, JP (“**Dr. Cheung**”) has resigned as the independent non-executive Director of the Company in order to pursue his other business engagements.

Dr. Cheung has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignations which need to be brought to the attention to the shareholders of the Company.

Upon the resignation, Dr. Cheung also ceased to be the chairman of the nomination committee of the Board of the Company (the “**Nomination Committee**”) and a member of the audit committee of the Board of the Company (the “**Audit Committee**”).

NON-COMPLIANCE WITH GEM LISTING RULES

Following the resignation of Dr. Cheung, the Company fails to meet (i) the requirement of having at least three independent non-executive Directors on the Board under Rule 5.05(1) of the GEM Listing Rules; (ii) the requirement of having a chairman of the Nomination Committee under code provision A.5.1 of the Corporate Governance Code as set out in Appendix 15 of the GEM Listing Rules; and (iii) the minimum number of 3 members on the Audit Committee under Rule 5.28 of the GEM Listing Rules.

The Company will make its best endeavor to identify suitable candidate(s) to fill the casual vacancies on the Board for the position of independent non-executive Director as soon as practicable and in any event within three months pursuant to the GEM Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

The Board would like to take this opportunity to express its gratitude to Dr. Cheung for his contributions to the Company during his tenure of office.

By Order of the Board
Yin He Holdings Limited
Li Ang
Chairman

Hong Kong, 24 August 2021

As at the date of this announcement, the executive Directors are Mr. Li Ang and Mr. Zheng Zhong Qiang, the non-executive Directors are Mr. Chang Tin Duk Victor and Mr. Lam Tsz Chung, and the independent non-executive Directors are Mr. Lam Raymond Shiu Cheung and Mr. Wang En Ping.

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 enquires, 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 GEM website on the “Latest Listed Company Information” page for at least seven days from the day of its posting and on the Company’s website at www.yinhe.com.hk.