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GUDOU HOLDINGS LIMITED **古兜控股有限公司**

(incorporated in the Cayman Islands with limited liability)

(stock code: 8308)

RESIGNATION AND APPOINTMENT OF DIRECTORS

Resignation of Director

The board (the “**Board**”) of directors (the “**Director(s)**”) of Gudou Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Zhen Yaman (“**Ms. Zhen**”) has resigned as an executive Director and the chairman of the compliance committee (the “**Compliance Committee**”) of the Company, with effect from 16 June 2022, due to her own business engagement which requires more of her attention and dedication.

Ms. Zhen confirmed that she has no disagreement with the Board, the board committees of the Company, the Company and/or the Group, and there is no other matter in respect of their resignations that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

Appointment of Director

The Board further announces that Mr. Liang Juquan (“**Mr. Liang**”) has been appointed as an executive Director of the Company with effect from 16 June 2022.

Mr. Liang, aged 49, joined our Group in October 2002. Mr. Liang was promoted progressively over the years to the vice president of Guangdong Gudou Travel Group Company Limited* (廣東古兜旅遊集團有限公司), in January 2015 and is mainly responsible for the development and sales of our Group’s tourism property development operation and assisting our chairman in liaising with governmental administrative departments. Mr. Liang graduated from Jiangmen City Xinhui District Technical Secondary School* (江門市新會區中等專業學校) in the PRC with a diploma in marketing in July 2001. Mr. Liang has been a qualified construction management assistant engineer* (建築工程管理助理

工程師) since December 2014 as certified by the Jiangmen City Xinhui District Human Resources and Social Security Bureau* (江門市科學技術委員會). He completed a training course on the real estate development statistical reporting system* (房地產開發統計報表制度課程) provided by Guangdong Real Estate Association (廣東省房地產行業協會) in November 2007.

On 16 June 2022, Mr. Liang entered into a letter of appointment with the Company for a term of three years and his appointment may be terminated by Mr. Liang or the Company by giving not less than three months' prior notice in writing. Mr. Liang is entitled to a director's fee of HK\$60,000 per annum pursuant to the letter of appointment. Mr. Liang's remuneration package is generally structured by reference to market terms.

As at the date of this announcement, Mr. Liang (i) had no interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) did not have any relationship with any directors, senior management, substantial shareholders, or controlling shareholders of the Company (as defined under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**")); and (iii) did not hold any directorship in any other public companies the securities of which were listed on any securities market in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other matter concerning Mr. Liang's directorship with the Company that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules, and there are no other material matters relating to Mr. Liang that need to be brought to the attention of the shareholders of the Company.

Redesignation of members of the Board's committees

The Board is also pleased to announce that Mr. Li Yanan ("**Mr. Li**") has been appointed as the chairman of the Compliance Committee in place of Ms. Zhen with effect from 16 June 2022.

Mr. Li, aged 52, joined our Group in December 2015 as the member of Compliance Committee. Mr. Li is a partner of Guangdong Guanhong Law Firm* (廣東貫虹律師事務所), a law firm in the People's Republic of China. Mr. Li obtained his Legal Qualification Certificate* (律師資格證書) in September 1995 and has over 20 years of experience in legal and compliance matters.

The Board has resolved and approved the change of chairman of the nomination committee of the Company (the "**Nomination Committee**") as follows, with effect from 16 June 2022:

- (i) Mr. Wu Sai Him ("**Mr. Wu**") has ceased to be the chairman of the Nomination Committee; and
- (ii) Mr. Hon Chi Ming ("**Mr Hon**"), an executive Director, chairman of the Board and the chief executive officer of the Company has been appointed as the chairman of the Nomination Committee.

Mr. Hon is familiar with the corporate strategy and business operation of the Company and played an important role in reviewing the structure of the board and management team of the Company and identifying suitable candidates for directors and senior management of the Company. Mr. Wu will continue to service as an independent non-executive Director, a member of the Nomination Committee and a member of the audit committee of the Group.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Zhen for her valuable contribution to the Group during their tenure of office and also extend its welcome to Mr. Liang and Mr. Li on their new appointments.

The English translation of names or any descriptions in Chinese are marked with “*” and is for identification purpose only.

By Order of the Board
Gudou Holdings Limited
Hon Chi Ming
Chairman

Hong Kong, 16 June 2022

As at the date of this announcement, the executive Directors are Mr. Hon Chi Ming, Mr. Huang Zhanxiong, Mr. Hon Ka Fung and Mr. Liang Juquan, the non-executive Director is Mr. Ruan Yongxi, and the independent non-executive Directors are Mr. Wu Sai Him, Mr. Chiu Chi Wing and Prof. Wang Dawu.

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 at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.gudouholdings.com.