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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 Mr. Ruan Yongxi (“**Mr. Ruan**”) has resigned as a non-executive Director, with effect from 30 June 2022, due to his own business engagement which requires more of his attention and dedication.

Mr. Ruan confirmed that he has no disagreement with the Board, the Company and/or the Group, and there is no other matter in respect of his 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. Tam Man Chiu (“**Mr. Tam**”) has been appointed as a non-executive director of the Company with effect from 30 June 2022. Mr. Tam, age 59, is currently an executive director of Guangdong Quanlin Tourism Development Company Limited* (廣東泉林旅遊開發股份有限公司) (“**Guangdong Quanlin**”). He joined Guangdong Quanlin in March 2010, and was responsible for operation management and is experienced in the tourism industry in the People’s Republic of China. Mr. Tam had been a member of the standing committee of Jiangmen Committee of the Chinese People’s Political Consultative Conference since 2012, and had been the chairman of Wuyi Association of Hong Kong since 2016. Mr. Tam graduated from the Jiangmen Tangxia Middle School* (江門棠下中學) in 1982. Mr. Tam is the father of Mr. Tam Ka Wai, who is the sole shareholder and director of each of Sky Success Ventures Limited and New Ray Developments Limited, each holding 145,000,000 shares of the Company (each representing approximately 14.59% of the issued share capital of the Company) and each being a substantial shareholder of the Company.

On 30 June 2022, Mr. Tam entered into a letter of appointment with the Company for a term of three years and his appointment may be terminated by either Mr. Tam or the Company by giving not less than three months' prior notice in writing. Mr. Tam shall hold office until the next annual general meeting of the Company, where he shall be eligible for re-election in accordance with the Company's articles of association, and thereafter subject to retirement by rotation at least once every three years and will be eligible for re-election at the Company's annual general meetings in accordance with the Company's articles of association. Mr. Tam is entitled to a director's fee of HK\$60,000 per annum pursuant to the letter of appointment. Mr. Tam's remuneration package is generally structured by reference to market terms. The director's fee for Mr. Tam has been approved by the Board and the remuneration committee of the Company and will be reviewed by the Board and the remuneration committee of the Company on an annual basis.

Save as disclosed above, as at the date of this announcement, Mr. Tam (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. Tam'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. Tam that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Ruan for his valuable contribution to the Group during his tenure of office and also extend its welcome to Mr. Tam on his new appointments.

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

Hong Kong, 30 June 2022

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

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. Tam Man Chiu, 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 Listed Company Information” 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**.*