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**PALINDA GROUP HOLDINGS LIMITED**

**百利達集團控股有限公司**

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

**(Stock Code: 8179)**

**CHANGE OF DIRECTORS  
AND  
COMPOSITION OF REMUNERATION COMMITTEE,  
AUDIT COMMITTEE AND NOMINATION COMMITTEE**

The Board announces the following changes with effect from 16 December 2022:

- (i) Dr. Wu Wing Kuen, *B.B.S.* has resigned from his office as an independent non-executive Director, member of the Audit Committee, the Remuneration Committee and the Nomination Committee;
- (ii) Ms. Cheng Wai Iris has been appointed as an independent non-executive Director, member of the Audit Committee, the Remuneration Committee and the Nomination Committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Palinda Group Holdings Limited (the “**Company**”) announces that with effect from 16 December 2022:

- (i) Dr. Wu Wing Kuen, *B.B.S.* (“**Dr. Wu**”) has resigned from his office as an independent non-executive Director, member of the Audit Committee and the Remuneration Committee and the Nomination Committee due to his personal business development;
- (ii) Ms. Cheng Wai Iris (“**Ms. Cheng**”) has been appointed as an independent non-executive Director, member of the Audit Committee and the Remuneration Committee and the Nomination Committee.

Dr. Wu has confirmed that he has no disagreement with the Board and there is no other matter which needs to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation.

The Board wishes to express its appreciation to Dr. Wu for his valuable contributions to the Company during his tenure of office.

Set out below are the biographical details of Ms. Cheng:

Ms. Cheng Wai Iris (“**Ms. Cheng**”), aged 51, received a Master of Business Administration from Murdoch University. She has accumulated extensive experience in international trade, marketing, investment, bank financing and asset management by working in various sizable companies in Hong Kong and China. From June 2014 to May 2015, she was Administration Manager of Fashion Focus Leather Goods Mfg. Ltd and also Special Personal Assistant of the Chairman of the Group. She then joined Sonic International (Toys) Ltd worked as Executive Secretary of the company from October 2015 to July 2021.

Ms. Cheng is appointed by way of a letter of appointment with an initial term of one year and the appointment can be terminated by either the Company or Ms. Cheng giving to the other party not less than one month’s prior written notice. The Company and Ms. Cheng shall discuss whether to renew the term of appointment prior to the expiration of the relevant term of appointment. If either party disagrees with the renewal of the term of appointment, such party shall notify the other party in writing at least two months prior to the expiration of the relevant term of appointment. Subject to the consent of both parties, the term of appointment may be renewed automatically for one year on expiry of the initial term and for successive terms of one year each commencing on expiry of the then current term. The appointment is also subject to the retirement by rotation and re-election at general meeting of the Company in accordance with the articles of association of the Company. Ms. Cheng is entitled to an annual director’s fee of HK\$120,000 without any discretionary bonus, which is determined after arm’s length negotiation between Ms. Cheng and the Company with reference to her duties, responsibilities and the prevailing market conditions. Such fee has been approved by the Board and the Remuneration Committee and will be reviewed by the Board and the Remuneration Committee on an annual basis.

Save as disclosed above, as at the date of this announcement, Ms. Cheng (i) does not have any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO; (ii) has not held any other major appointments and professional qualifications or directorship in any Hong Kong or overseas listed public companies in the last three years; and (iii) does not have any relationship with any director, senior management or substantial or controlling shareholder(s) (having the meaning ascribed to them in the GEM Listing Rules) of the Company nor does he hold any position in the Company or any of its subsidiaries.

Ms. Cheng has confirmed that there is no other information relating to her that is required to be disclosed pursuant to Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules and there are no other matters which need to be brought to the attention of the Shareholders in connection with his appointment.

The Board would like to express its warm welcome to Ms. Cheng in joining the Board.

By order of the Board  
**Palinda Group Holdings Limited**  
**Huang Wei**  
*Chairlady and executive Director*

Hong Kong, 16 December 2022

*As at the date of this announcement, the Board comprises Ms. Huang Wei and Mr. Dou Sheng as executive Directors, and Mr. Wu Chi King, Mr. So Yat Chuen and Ms. Cheng Wai Iris, as independent non-executive Directors.*

*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.*

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