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## **JIADING INTERNATIONAL GROUP HOLDINGS LIMITED**

### **嘉鼎國際集團控股有限公司**

*(Formerly known as Farnova Group Holdings Limited 法諾集團控股有限公司)*

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 08153)**

## **APPOINTMENT OF DIRECTORS, REDESIGNATION OF DIRECTOR AND CHANGES IN COMPOSITION OF BOARD COMMITTEES**

With effect from 16 February 2023:

1. Ms. Liu Ying has been appointed as a non-executive director of the Company;
2. Ms. Sun Naimeng has been appointed as an independent non-executive director of the Company and a member of the audit committee, remuneration committee and nomination committee of the Company;
3. Mr. Shin Ho Chuen has been appointed as an independent non-executive director of the Company and a member of the audit committee, remuneration committee and nomination committee of the Company; and
4. Ms. Cai Ying has been redesignated from an independent non-executive director to an executive director of the Company, and ceased to be the member of the audit committee, remuneration committee and nomination committee of the Company.

The board (the “**Board**”) of directors (the “**Directors**”) of Jiading International Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 16 February 2023:

1. Ms. Liu Ying has been appointed as the non-executive Director;
2. Ms. Sun Naimeng has been appointed as an independent non-executive Director and a member of the audit committee, remuneration committee and nomination committee of the Company;
3. Mr. Shin Ho Chuen has been appointed as an independent non-executive Director and a member of the audit committee, remuneration committee and nomination committee of the Company; and
4. Ms. Cai Ying has been redesignated from being an independent non-executive Director to the executive Director, and ceased to be the member of the audit committee, remuneration committee and nomination committee of the Company.

## **APPOINTMENT OF DIRECTORS**

### **Non-executive Director**

#### **Ms. Liu Ying**

Ms. Liu Ying (“**Ms. Liu**”) obtained a bachelor’s degree in accounting from Jilin University of Finance and Economics (formerly known as Jilin Institute of Finance and Trading) in 1990. She is currently the chief executive officer of Shanghe Times Holding Group Co., Limited since December 2022. Ms. Liu has been the Executive Vice President of Shenzhen Jilin Chamber of Commerce (深圳市吉林省商會) since 2011, and the director of the General Office of the Building Materials Group of the State-owned Assets Supervision and Administration Commission of Shenzhen since 2002. Ms. Liu also served as the Assistant President of 深大通信有限公司 in 1992.

Save as disclosed above, Ms. Liu has not held (i) any other position of the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Ms. Liu has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the Rules Governing the Listing of the Securities on the GEM of the Exchange (the “**GEM Listing Rules**”). Ms. Liu holds 3,100,000 shares of the Company, representing approximately 0.34% of the issued shares of the Company. Save as disclosed above, Ms. Liu does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

There is no service contract between Ms. Liu and the Company. Ms. Liu’s appointment has no fixed term and is subject to retirement and re-election at the annual general meeting of the Company pursuant to the bye-laws of the Company. The remuneration of Ms. Liu is HK\$10,000 per month which is determined based on market rate and the time, effort and expertise to be exercised on the Group’s affairs.

## **Independent Non-executive Directors**

### **Ms. Sun Naimeng**

Ms. Sun Naimeng (“**Ms. Sun**”), aged 49, graduated from Shanghai Jiaotong University as an Executive Master of Business Administration. Since then, he served as the General Manager of B. C. Kitchen & Bath L.L.C. in the United States from 2008 to 2023 and has many years of business administration experience.

Save as disclosed above, Ms. Sun has not held (i) any other position of the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Ms. Sun has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the GEM Listing Rules). Ms. Sun does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong). Ms. Sun also confirmed that she meets all independence criteria as set out under Rule 5.09 of the GEM Listing Rules.

There is no service contract between Ms. Sun and the Company. Ms. Sun’s appointment has no fixed term and is subject to retirement and re-election at the annual general meeting of the Company pursuant to the bye-laws of the Company. The remuneration of Ms. Sun is HK\$10,000 per month which is determined based on market rate and the time, effort and expertise to be exercised on the Group’s affairs.

## **Mr. Shin Ho Chuen**

Mr. Shin Ho Chuen (“**Mr. Shin**”), aged 33, has over nine years of law related working experience. Mr. Shin was employed by David Fong & Co. as an assistant solicitor from July 2016 to July 2020 and he has been a partner of the firm since August 2020.

Mr. Shin obtained a bachelor of laws degree and a postgraduate certificate in laws from The Chinese University of Hong Kong in November 2012 and July 2013, respectively. He was admitted as a solicitor in Hong Kong in March 2016. Since March 2022, Mr. Shin has been an independent director of Onion Global Limited (OGBLY: US), a company currently listed on U.S. OTC Markets.

Save as disclosed above, Mr. Shin has not held (i) any other position of the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Mr. Shin has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the GEM Listing Rules). Mr. Shin does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong). Mr. Shin also confirmed that he meets all independence criteria as set out under Rule 5.09 of the GEM Listing Rules.

There is no service contract between Mr. Shin and the Company. Mr. Shin’s appointment has no fixed term and is subject to retirement and re-election at the annual general meeting of the Company pursuant to the bye-laws of the Company. The remuneration of Mr. Shin is HK\$10,000 per month which is determined based on market rate and the time, effort and expertise to be exercised on the Group’s affairs.

Save as disclosed above, to the best of knowledge, information and belief of the Directors having made all reasonable enquiries, there are no other matters relating to the appointments of Ms. Liu, Ms. Sun and Mr. Shin that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Ms. Liu, Ms. Sun and Mr. Shin to join the Company.

## **REDESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR TO EXECUTIVE DIRECTOR**

The Board announces that Ms. Cai Ying (“**Ms. Cai**”) has been redesignated from the independent non-executive Director to the executive Director, and ceased to be the member of the audit committee, remuneration committee and nomination committee of the Company, with effect from 16 February 2023.

### **Ms. Cai Ying**

Ms. Cai Ying (“**Ms. Cai**”), aged 42, has been appointed as the independent non-executive director of the Company and a member of the audit committee, remuneration committee and nomination committee of the Company on 21 September 2022. She is currently financial controller of a company in China. She has over 20 years’ experience in financial management. Ms. Cai is also a supervisor of 智合新天(北京)傳媒廣告股份有限公司 (New Sky Union (Beijing) Media and Advertising Co. Ltd.\*), the shares of which are listed on the National Equities Exchange and Quotations of China.

Save as disclosed above, Ms. Cai has not held (i) any other position of the Company and other members of the Group; (ii) any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) any other major appointments and professional qualifications.

As the date of this announcement, Ms. Cai has no relationships with any Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the GEM Listing Rules). Ms. Cai does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong).

There is no service contract between Ms. Cai and the Company in respect of her redesignation. Ms. Cai’s redesignation as the executive Director has no fixed term and is subject to retirement and re-election at the annual general meeting of the Company pursuant to the bye-laws of the Company. The remuneration of Ms. Cai is HK\$20,000 per month with reference to her qualifications, her duties and responsibility with the Company, the performance of the Company and prevailing market conditions.

Save as disclosed above, to the best of knowledge, information and belief of the Directors, having made all reasonable enquiries, there were no other matters concerning Ms. Cai that need to be brought to the attention of the Shareholders nor was there any information relating to her redesignation that was required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

By Order of the Board of  
**JIADING INTERNATIONAL GROUP HOLDINGS LIMITED**  
**Mou Zhongwei**  
*Chairman*

Hong Kong, 16 February 2023

*As of the date of this announcement, the executive Directors are Mr. Mou Zhongwei, Ms. Liu Ching Man, Mr. Li Guangying and Ms. Cai Ying; the non-executive Directors are Ms. Wang Dongmei, Mr. Ye Wenxue and Ms. Liu Ying; and the independent non-executive Directors are Mr. Luo Ji, Mr. Lui Chi Kin, Ms. Sun Naimeng and Mr. Shin Ho Chuen.*

*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 website of the Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at [www.jiadingint.com](http://www.jiadingint.com).*