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ALL NATION INTERNATIONAL GROUP LIMITED

全民國際集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8170)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of All Nation International Group Limited (the “**Company**”) hereby announces that with effect from 14 April 2023, Ms. Kwong Ka Ki (“**Ms. Kwong**”) has resigned as an independent non-executive Director and ceased to be the chairperson of the audit committee and nomination committee of the Company and the member of the remuneration committee and legal compliance committee of the Company due to her personal health issue.

Ms. Kwong confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Ms. Kwong for her valuable contribution to the Company during her tenure.

NON-COMPLIANCE WITH THE GEM LISTING RULES

The Board further announce that following the resignation of Ms. Kwong, the Company has two independent non-executive Directors only. The number and composition of independent non-executive directors fail to meet the requirements under (i) Rule 5.05(1) of the GEM Listing Rules which requires the board of directors must include at least 3 independent non-executive directors; (ii) Rule 5.28 of the GEM Listing Rules which requires the audit committee to comprise a minimum of three members and at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required in Rule 5.05(2); (iii) Rule 5.34 of the GEM Listing Rules which requires the Company to establish a remuneration committee comprising a majority of independent non-executive directors; and (iv) Rule 5.36A of the GEM Listing Rules which requires the Company to establish a nomination committee chaired by the chairman of the Board or an independent non-executive Director.

As such, the Board will make its best endeavors to identify suitable candidate to fill the vacancy as soon as practicable and in any event within three months from 14 April 2023 in order to ensure compliance by the Company with the requirements under the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on GEM of the Stock Exchange has been suspended with effect from 9:00 a.m. on Friday, 3 March 2023 and will continue to be suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
All Nation International Group Limited
Au Siu Chung
Executive Director

Hong Kong, 14 April 2023

As at the date of this announcement, the executive Directors are Mr. Lin Ye and Mr. Au Siu Chung; the non-executive Director is Mr. Su Baocheng; and the independent non-executive Directors are Mr. Jiang Taotao and Mr. Bat-Ochir Purevdemberel.

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 Stock Exchange’s website at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.allnationinternational.com.