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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)**

## **APPOINTMENT OF DIRECTORS**

### **AND**

## **CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of All Nation International Group Limited (the “**Company**”) is pleased to announce that with effect from 6 July 2023, (i) Mr. Jiang Taotao (“**Mr. Jiang**”) has been appointed as an executive Director and ceased to be an independent non-executive Director, the chairperson of the remuneration committee (the “**Remuneration Committee**”) of the Board and a member of each of the audit committee (the “**Audit Committee**”), nomination committee (the “**Nomination Committee**”) and legal compliance committee (the “**Legal Compliance Committee**”) of the Board; (ii) Mr. Su Baocheng (“**Mr. Su**”) has been appointed as an executive Director and the chairman of the Board (the “**Chairman**”) and ceased to be a non-executive Director; and (iii) Mr. Gu Zheng (“**Mr. Gu**”) has been appointed as an independent non-executive Director, the chairperson of the Remuneration Committee and a member of each of the Audit Committee, Nomination Committee and Legal Compliance Committee.

The biographical details of Mr. Jiang, Mr. Su and Mr. Gu are set out below:

### **Mr. Jiang**

Mr. Jiang, aged 26, obtained a college degree in Computer Information Management from Zhejiang Normal University in June 2017 and a bachelor’s degree in Computer Science and Technology from Northeastern University in June 2019. After graduation from university, he worked in the e-commerce industries in the PRC for about 5 years. From July 2017 to July 2021, he joined Haoli Technology Co., Ltd.\* (好利科技有限公司) and was mainly responsible for marketing and data analysis. In July 2021, he joined Yaozhou Clothing Co., Ltd.\* (耀州服飾有限公司) and mainly served as an operating team leader for strategic management and data analysis and monitoring. Prior to his appointment as an executive Director, he served as an independent non-executive Director from 28 December 2022 to 5 July 2023.

An executive director service agreement for a term of 3 years was entered into between Mr. Jiang and the Company on 6 July 2023. His appointment is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Jiang is HK\$600,000 per annum which was determined by the Board taking into account his experience, duties and responsibilities and with reference to the prevailing market rate of companies of comparable size and similar operations.

As at the date of this announcement, Mr. Jiang (i) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of the Stock Exchange) of the Company; (ii) does not hold any other position in the Company or any of its subsidiaries; (iii) has not held any other major appointments and qualifications or directorship in any other listed companies in Hong Kong or overseas in the last three years; and (iv) does not have any interest or short position in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

#### **Mr. Su**

Mr. Su, aged 28, obtained a bachelor's degree in energy and power engineering from Lanzhou University of Technology in June 2017. After graduation from university in 2017, he worked in the construction and engineering industries in United States for about 3 years. From July 2019 to February 2021, he joined Victoria Harbour Venues Pty Ltd and mainly served as its director of the company. In February 2021, he joined Pacific International Property Management, LLC and is serving as director of the company. Prior to his appointment as an executive Director, he served as a non-executive Director from 28 December 2022 to 5 July 2023.

An executive director service agreement for a term of 3 years was entered into between Mr. Su and the Company on 6 July 2023. His appointment is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Su is HK\$600,000 per annum which was determined by the Board taking into account his experience, duties and responsibilities and with reference to the prevailing market rate of companies of comparable size and similar operations.

Mr. Su is the son of Mr. Su Hongtao. As as the date of this announcement, Mr. Su Hongtao is the sole beneficial owner of Sonic Solutions Limited, the substantial shareholder and the single largest shareholder of the Company, which is holding 86,534,000 shares of the Company, representing approximately 21.04% of the total issued share capital of the Company.

As at the date of this announcement, save as disclosed, Mr. Su (i) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not hold any other position in the Company or any of its subsidiaries; (iii) has not held any directorship in any other listed companies in Hong Kong or overseas in the last three years; and (iv) does not have any interest or short position in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

### **Mr. Gu**

Mr. Gu, aged 57, obtained a bachelor's degree of sports education from ShangHai Physical Education Technology Institute in 1992. He has more than 15 years of senior management experience and has around 20 years of experience working in an investment management company. He served as the regional director for far east marketing at RichFace International Group (美國富視集團有限公司) from June 1999 to May 2012. From November 2012 to present, he has been working at Chasun Holding (Fujian) Group Co., Ltd. (春申控股 (福建) 集團有限公司) with his current position as the chairman of the supervisory board. He serves as the main body of the supervisory board of the company's financial sector and is responsible for the related legal affairs of the company.

An independent non-executive director service agreement for a term of 3 years was entered into between Mr. Gu and the Company on 6 July 2023. His appointment is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The proposed director's fee of Mr. Gu is HK\$240,000 per annum which was determined by the Board taking into account his experience, duties and responsibilities and with reference to the prevailing market rate of companies of comparable size and similar operations.

As at the date of this announcement, Mr. Gu (i) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not hold any other position in the Company or any of its subsidiaries; (iii) has not held any directorship in any other listed companies in Hong Kong or overseas in the last three years; and (iv) does not have any interest or short position in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Mr. Gu has confirmed that he has met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, there is no other matter in relation to the appointments of Mr. Jiang, Mr. Su and Mr. Gu that needs to be brought to the attention of the Shareholders, nor is there any other information which is required to be disclosed pursuant to any of the requirements under Rules 17.50(2)(h) to(v) of the GEM Listing Rules.

The Board would like to express its appreciation to extend its warm welcome to Mr. Gu for joining the Company.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that following the appointment of Mr. Jiang as an executive Director and the cessation of Mr. Jiang's appointment as an independent non-executive Director, and the appointment of Mr. Gu as an independent non-executive Director, the composition of the board committees will be changed as follows with effect from 6 July 2023:

- (i) Mr. Jiang will cease to be the chairperson of the Remuneration committee and a member of each of the Audit committee, Nomination Committee and the Legal Compliance Committee; and
- (ii) Mr. Gu will be appointed as the chairperson of the Remuneration committee and a member of each of the Audit committee, Nomination Committee and the Legal Compliance Committee.

## **CONTINUED SUSPENSION OF TRADING**

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

\* *English translations of official Chinese names are for identification purpose only*

By order of the Board  
**All Nation International Group Limited**  
**Su Baocheng**  
*Chairman*

Hong Kong, 6 July 2023

*As at the date of this announcement, the executive Directors are Mr. Au Siu Chung, Mr. Bat-Ochir Purevdemberel, Mr. Jiang Taotao and Mr. Su Baocheng (Chairman); and the independent non-executive Directors are Ms. Sun Ho Ting, Mr. Huang Yu and Mr. Gu Zheng.*

*This announcement, for which the directors of the Company 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 of the Company, 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](http://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](http://www.allnationinternational.com).*