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## **Excalibur Global Financial Holdings Limited**

**駿溢環球金融控股有限公司**

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

**(Stock code: 8350)**

- (1) APPOINTMENT OF DIRECTORS;**
- (2) RESIGNATION OF DIRECTORS;**
- (3) CHANGE OF CHAIRMAN;**
- (4) CHANGE OF CHIEF EXECUTIVE OFFICER;**
- (5) CHANGE IN COMPOSITE OF BOARD COMMITTEES;**
- (6) CHANGE OF COMPANY SECRETARY;**
- (7) CHANGE OF AUTHORISED REPRESENTATIVES,  
PROCESS AGENT AND COMPLIANCE OFFICER; AND**
- (8) CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

### **(1) APPOINTMENT OF DIRECTORS**

The board of directors (the “**Board**”) of the Excalibur Global Financial Holdings Limited (the “**Company**”) is pleased to announce that on 14 December 2023, after trading hours, the Board has approved the appointment of Ms. Xu Wenxia and Mr. Kwan Kin Man Keith as executive Directors, and Mr. Yeung Chi Shing Bret, Ms. Wu Hung Yu and Mr. Li Jun as independent non-executive Directors, all with effect from 14 December 2023.

Particulars of the above new Directors are set out below:

#### **Ms. Xu Wenxia**

Ms. Xu Wenxia, aged 23, has experience in corporate management. She has been appointed as the deputy chief human resources officer of Well Link Insurance Group Holdings Limited since 2023. She is the daughter of Mr. Xu Chujia, the ultimate controlling shareholder of the Company.

Under the service agreement entered into between Ms. Xu Wenxia and the Company, the appointment will take effect on 14 December 2023 for a term of one year. Her directorship in the Company can be terminated by at least 1 month’s notice in writing served by either party on the other and is subject to retirement and re-election at general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the service agreement, Ms. Xu Wenxia is entitled to receive a remuneration of HK\$120,000 per year. Her remuneration package is determined by the Board based on the recommendation of the remuneration committee of the Company after considering a range of factors including her experience, her duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed above, during the three years preceding the date of this announcement, Ms. Xu Wenxia has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement and saved as disclosed above, Ms. Xu Wenxia does not have (i) any interest 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) any relationship with any Director, senior management or substantial or controlling shareholder of the Company; (iii) any other positions held with the Group; or (iv) other major appointments and professional qualifications.

#### **Mr. Kwan Kin Man Keith**

Mr. Kwan Kin Man Keith, aged 35, has experience in the finance and accounting industry. He has been the executive director of Zhaobangji Lifestyle Holdings Limited (“**Zhaobangji Lifestyle**”) (a company listed on the Main Board of the Stock Exchange, stock code: 1660) since June 2022, and from March 2018 to March 2019. Zhaobangji Lifestyle is also controlled by the ultimate controlling shareholder of the Company, Mr. Xu Chujia. Mr. Kwan Kin Man Keith is currently a member of the Hong Kong Institute of Certified Public Accountant. He graduated from the University of Hong Kong with a Bachelor of Business Administration in 2009. He joined KPMG after graduation and last worked as an assistant manager of KPMG Advisory (Hong Kong) Limited until February 2014. He was an associate director of an asset management company from June 2014 to June 2016. He was a director of Well Link Securities Limited from October 2017 to March 2019. He was a vice president of a money lending company in Hong Kong from March 2019 to January 2021. He was a non-executive director of HNA Technology Investments Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 2086) from December 2019 to June 2021.

Under the service agreement entered into between Mr. Kwan Kin Man Keith and the Company, the appointment will take effect on 14 December 2023 for a term of one year. His directorship in the Company can be terminated by at least 1 month’s notice in writing served by either party on the other and is subject to retirement and re-election at general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the service agreement, Mr. Kwan Kin Man Keith is entitled to receive a remuneration of HK\$120,000 per year. His remuneration package is determined by the Board based on the recommendation of the remuneration committee of the Company after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed above, during the three years preceding the date of this announcement, Mr. Kwan Kin Man Keith has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement and saved as disclosed above, Mr. Kwan Kin Man Keith does not have (i) any interest 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) any relationship with any Director, senior management or substantial or controlling shareholder of the Company; (iii) any other positions held with the Group; or (iv) other major appointments and professional qualifications.

#### **Mr. Yeung Chi Shing Bret**

Mr. Yeung Chi Shing Bret, aged 67, has experience in banking, business operation and management. He graduated from Jinan University in Guangzhou, Mainland China with a Bachelor's degree of Economics in 1983. He joined Nanyang Commercial Bank Limited soon after his graduation. From 1983 to 2002, he served several positions in Nanyang Commercial Bank Limited, including Representative and Chief Representative of Beijing Representative Office, President of Guangzhou Branch, Executive Vice President of Beijing Branch and President of Shenzhen Branch. From November 2011 to September 2017, he was an independent non-executive director of Daisho Microline Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 567).

Under the service agreement entered into between Mr. Yeung Chi Shing Bret and the Company, the appointment will take effect on 14 December 2023 for a term of one year. His directorship in the Company can be terminated by at least 1 month's notice in writing served by either party on the other and is subject to retirement and re-election at general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the service agreement, Mr. Yeung Chi Shing Bret is entitled to receive a remuneration of HK\$60,000 per year. His remuneration package is determined by the Board based on the recommendation of the remuneration committee of the Company after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed above, during the three years preceding the date of this announcement, Mr. Yeung Chi Shing Bret has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement and saved as disclosed above, Mr. Yeung Chi Shing Bret does not have (i) any interest 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) any relationship with any Director, senior management or substantial or controlling shareholder of the Company; (iii) any other positions held with the Group; or (iv) other major appointments and professional qualifications.

Mr. Yeung Chi Shing Bret has also confirmed that he met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

### **Ms. Wu Hung Yu**

Ms. Wu Hung Yu, aged 42, has previously worked in several international accounting firms and has extensive experience in financial reporting, auditing, mergers and acquisitions and initial public offerings in property development, catering services and trading and manufacturing industry. Ms. Wu obtained a bachelor's degree of arts in Accountancy from the Hong Kong Polytechnic University in 2003 and has become a member of the Association of Chartered Certified Accountants and Hong Kong Institute of Certified Public Accountants since 2008 and 2009, respectively. Since March 2023, she is an independent non-executive director of i-Control Holdings Limited (a company listed on the Main Board of the Stock Exchange, stock code: 1402).

Under the service agreement entered into between Ms. Wu Hung Yu and the Company, the appointment will take effect on 14 December 2023 for a term of one year. Her directorship in the Company can be terminated by at least 1 month's notice in writing served by either party on the other and is subject to retirement and re-election at general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the service agreement, Ms. Wu Hung Yu is entitled to receive a remuneration of HK\$150,000 per year. Her remuneration package is determined by the Board based on the recommendation of the remuneration committee of the Company after considering a range of factors including her experience, her duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed above, during the three years preceding the date of this announcement, Ms. Wu Hung Yu has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement and saved as disclosed above, Ms. Wu Hung Yu does not have (i) any interest 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) any relationship with any Director, senior management or substantial or controlling shareholder of the Company; (iii) any other positions held with the Group; or (iv) other major appointments and professional qualifications.

Ms. Wu Hung Yu has also confirmed that she met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

### **Mr. Li Jun**

Mr. Li Jun, aged 44, has extensive experience in asset management. He graduated from Tsing Hua University with a bachelor degree in Chinese in 2001, and he graduated from Rutgers, The State University of New Jersey, with a masters degree in computer science in 2003. He is a Chartered Financial Analyst since 2006. Since 2003, he has worked in a number of asset management and insurance companies including Fore Research & Management, L.P., ICBC Credit Suisse Asset Management Company Limited, Fullgoal Fund Management Company Limited, PeakRe Insurance, Fidelidade Insurance and Fosun Asset Management Limited. Since 2020, he is the chairman and chief investment officer of Shanghai Mountain Creek Investment Management Company Limited.

Under the service agreement entered into between Mr. Li Jun and the Company, the appointment will take effect on 14 December 2023 for a term of one year. His directorship in the Company can be terminated by at least 1 month's notice in writing served by either party on the other and is subject to retirement and re-election at general meetings of the Company in accordance with the articles of association of the Company.

Pursuant to the service agreement, Mr. Li Jun is entitled to receive a remuneration of HK\$60,000 per year. His remuneration package is determined by the Board based on the recommendation of the remuneration committee of the Company after considering a range of factors including his experience, his duties and responsibilities in the Group, the remuneration structure of the Group and levels of remuneration for peers in the market.

Save as disclosed above, during the three years preceding the date of this announcement, Mr. Li Jun has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

As at the date of this announcement and saved as disclosed above, Mr. Li Jun does not have (i) any interest 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) any relationship with any Director, senior management or substantial or controlling shareholder of the Company; (iii) any other positions held with the Group; or (iv) other major appointments and professional qualifications.

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

Saved as disclosed above, there is no other matter that is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules or needs to be brought to the attention of the shareholders of the Company in respect of the above appointments.

The Board would like to express warm welcome to Ms. Xu Wenxia, Mr. Kwan Kin Man Keith, Mr. Yeung Chi Shing Bret, Ms. Wu Hung Yu, and Mr. Li Jun on their appointment to the Board.

## **(2) RESIGNATION OF DIRECTORS**

The Board hereby announces that the executive directors of the Company, Mr. Poon Kwok Wah Allan, Ms. Lee Mei Chun and Ms. Choi Ching Jennifer; the non-executive director of the Company, Mr. Lam Ka Tai; and the independent non-executive directors of the Company, Mr. Chin Kam Cheung and Mr. Siu Miu Man, *M.H.* have tendered their resignations with effect from 14 December 2023 due to the change of control of the Company on 16 November 2023. For details, please refer to the announcement made by the Company on 16 November 2023.

Each of the resigning Directors has confirmed that he/she has no disagreement with the Board and there are no matters in respect of his/her resignation that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board would like to take this opportunity to express its appreciation to the resigning Directors for their invaluable contribution to the Company during their tenure of services.

## **(3) CHANGE OF CHAIRMAN**

The Board announces that with effect from 14 December 2023, Mr. Poon Kwok Wah Allan will resign as the chairman of the Board and Ms. Xu Wenxia, who will be appointed as an executive Director on 14 December 2023, will also be appointed as the chairman of the Board.

## **(4) CHANGE OF CHIEF EXECUTIVE OFFICER**

The Board announces that with effect from 14 December 2023, Mr. Poon Kwok Wah Allan will resign as the chief executive officer of the Company and Mr. Kwan Kin Man Keith, who will be appointed as an executive Director on 14 December 2023, will also be appointed as the chief executive officer.

## (5) CHANGE IN COMPOSITE OF BOARD COMMITTEES

### **Audit Committee**

With effect from 14 December 2023, Mr. Chin Kam Cheung will resign as the chairman of the audit committee of the Company (the “**Audit Committee**”), and Mr. Siu Miu Man, *M.H.* and Mr. Lam Ka Tai will resign as members of the Audit Committee.

With effect from 14 December 2023, Ms. Wu Hung Yu, an independent non-executive Director, will be appointed as the chairman of the Audit Committee, and Mr. Yeung Chi Shing Bret and Mr. Li Jun, independent non-executive Directors, will be appointed as members of the Audit Committee.

### **Remuneration Committee**

With effect from 14 December 2023, Mr. Chin Kam Cheung will resign as the chairman of the Remuneration Committee of the Company (“**Remuneration Committee**”), and Mr. Siu Miu Man, *M.H.* and Mr. Lam Ka Tai will resign as members of the Remuneration Committee.

With effect from 14 December 2023, Mr. Yeung Chi Shing Bret, an independent non-executive Director, will be appointed as the chairman of the Remuneration Committee, and Ms. Xu Wenxia, an executive Director and Chairman of the Board, and Ms. Wu Hung Yu, an independent non-executive Director, will be appointed as members of the Remuneration Committee.

### **Nomination Committee**

With effect from 14 December 2023, Mr. Poon Kwok Wah Allan will resign as the chairman of the nomination committee of the Company (the “**Nomination Committee**”), and Mr. Lam Ka Tai and Mr. Siu Miu Man, *M.H.* will resign as members of the Nomination Committee.

With effect from 14 December 2023, Ms. Xu Wenxia, an executive Director and Chairman of the Board, will be appointed as the chairman of the Nomination Committee, and Mr. Yeung Chi Shing Bret, and Ms. Wu Hung Yu, independent non-executive Directors, will be appointed as members of the Nomination Committee.

### **Risk Management Committee**

With effect from 14 December 2023, Mr. Siu Miu Man, *M.H.* will resign as the chairman of the risk management committee of the Company (“**Risk Management Committee**”), and Mr. Poon Kwok Wah Allan and Ms. Lee Mei Chun will resign as members of the Risk Management Committee.

With effect from 14 December 2023, Ms. Xu Wenxia, an executive Director and Chairman of the Board, will be appointed as the chairman of the Risk Management Committee, and Mr. Kwan Kin Man Keith, an executive Director, and Mr. Yeung Chi Shing Bret, an independent non-executive Director, will be appointed as members of the Risk Management Committee.

**(6) CHANGE OF COMPANY SECRETARY**

The Board announces that Mr. Lo Wai Hang will resign from his position as the company secretary of the Company due to the change of control of the Company on 16 November 2023 with effect from 14 December 2023 and Mr. Kwan Kin Man Keith will be appointed as the company secretary of the Company with effect from 14 December 2023. Mr. Lo Wai Hang confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the Stock Exchange or the shareholders of the Company.

**(7) CHANGE OF AUTHORISED REPRESENTATIVES, PROCESS AGENT AND COMPLIANCE OFFICER**

The Board announces that with effect from 14 December 2023 Mr. Poon Kwok Wah Allan and Ms. Choi Ching Jennifer will cease to be the authorised representatives of the Company (the “**Authorised Representatives**”) under Rule 5.24 of the GEM Listing Rules. Ms. Xu Wenxia and Mr. Kwan Kin Man Keith will be appointed as the Authorised Representatives with effect from 14 December 2023.

With effect from 14 December 2023, Mr. Poon Kwok Wah Allan will also cease to be an authorized representative of the Company (the “**Process Agent**”) to accept on the Company’s behalf service of any process or notice in Hong Kong under Rule 24.05(2) of the GEM Listing Rules and the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and the compliance officer under Rule 5.19 of the GEM Listing Rules (the “**Compliance Officer**”). Mr. Kwan Kin Man Keith will be appointed as the Process Agent and Compliance Officer with effect from 14 December 2023.

**(8) CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

The Board announces that the principal place of business of the Company in Hong Kong will be changed to Unit 13–15, 11/F., China Merchants Tower, Shun Tak Centre, 168–200 Connaught Road Central, Sheung Wan, Hong Kong with effect from 14 December 2023.

By order of the Board  
**Excalibur Global Financial Holdings Limited**  
**Xu Wenxia**  
*Chairman and executive Director*

Hong Kong, 14 December 2023



*As at the date of this announcement and following the appointment of the aforesaid directors, the directors comprises of:*

*Executive Directors*

Ms. Xu Wenxia

Mr. Kwan Kin Man Keith

*Independent non-Executive Directors*

Mr. Li Jun

Ms. Wu Hung Yu

Mr. Yeung Chi Shing Bret

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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.*

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