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## **Janco Holdings Limited**

**駿高控股有限公司**

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

**(Stock Code: 8035)**

- (1) APPOINTMENT OF EXECUTIVE DIRECTOR;**
- (2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**
- (4) CHANGE IN THE CHAIRMAN OF THE NOMINATION COMMITTEE, MEMBER OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE**

The Board hereby announces that with effect from 18 December 2024:

- (1) Mr. Chan Kwok Wai has been appointed as an executive Director;
- (2) Mr. Chan William resigned as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and Remuneration Committee; and
- (3) Ms. Chik Wai Chun has been appointed as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and Remuneration Committee.

### **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Janco Holdings Limited (the “**Company**“, and its subsidiaries, the “**Group**”) hereby announces that with effect from 18 December 2024, Mr. Chan Kwok Wai (“**Mr. Chan**”) has been appointed as an executive Director.

The biographical information of Mr. Chan is as follows:

Mr. Chan Kwok Wai (陳國威), aged 51, served as the executive Director from April 2016 to October 2019. He also currently serves as the Chief Commercial Officer of the Group. He is responsible for overseeing the freight forwarding business of the Group including daily business operations and developing and implementing strategic sales and marketing plans.

Mr. Chan has around 32 years of experience in the freight forwarding and logistics industries and over 30 years of experience in sales and marketing in such industries. Prior to joining the Group, he worked as a shipping clerk in Maersk Hong Kong Limited, a company engaging in the provision of container shipping and terminals, freight forwarding services and logistics services from July 1991 to March 1993. He joined JFX Limited (“**JFXL**”), the former company which operated the freight forwarding business of the Group in Hong Kong, in April 1993 as a sales executive. He was promoted to assistant sales manager, sales manager and sales director of JFXL in January 1994, January 1995 and January 1999, respectively, and was later transferred to Janco Global Logistics Limited (“**Janco Global Logistics**”), an indirect wholly-owned subsidiary of the Group, in September 2015. He left the Group in September 2022 and rejoined the Group as the Chief Commercial Officer in October 2024.

Mr. Chan completed his secondary education in 1990s.

Mr. Chan has entered into a service contract (the “**Service Contract**”) with the Company for a term of three years commencing on 18 December 2024. He is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company (the “**Articles**”). With the recommendation of the Remuneration Committee, Mr. Chan as the executive Director is entitled to an annual remuneration of HK\$1,200,000 and such other benefits and discretionary bonus as may be determined by, and at the discretion of, the Board from time to time. The level of Mr. Chan’s remuneration is determined with reference to the prevailing market conditions, his qualifications, expertise and duties and responsibilities as an executive Director. The Service Contract can be terminated by either party by giving three months’ notice in writing.

As at the date of this announcement, Mr. Chan (i) does not have any interests in the shares underlying Shares or debenture of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”), (ii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of the Stock Exchange of the Company; (iii) did not hold any directorship in any other listed company in Hong Kong or overseas in the past three years; (iv) did not hold other positions with other members of the Group. Save as disclosed above, there is no further information required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to welcome Mr. Chan to join the Board.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE NOMINATION COMMITTEE, MEMBER OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE**

The Board announces that with effect from 18 December 2024, Mr. Chan William (“**Mr. W Chan**”) resigned as an independent non-executive Director, the chairman of the nomination committee of the Board (the “**Nomination Committee**”) and a member of each of the audit committee of the Board (the “**Audit Committee**”) and remuneration committee of the Board (the “**Remuneration Committee**”).

The resignation of Mr. W Chan was due to his personal reason to focus on other commitments. Mr. W Chan has confirmed that, as at the date of this announcement, he does not have any claim against the Company in respect of his resignation, he has no disagreement with the Board and he is not aware of any matters relating to his resignation that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. W Chan for his invaluable contribution to the Company during his term of office.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE NOMINATION COMMITTEE, MEMBER OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE**

The Board announces that with effect from 18 December 2024, Ms. Chik Wai Chun (戚偉珍) (“**Ms. Chik**”) has been appointed as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and Remuneration Committee.

The biographical details of Ms. Chik are as follows:

Ms. Chik, aged 40, has over 15 years of experience in the auditing, accounting, corporate governance and company secretarial experience. She obtained a master of corporate governance degree from The Hong Kong Polytechnic University in September 2015. She was admitted as a member of CPA Australia in June 2011. She was also certified as a certified public accountant by the Hong Kong Institute of Certified Public Accountants in September 2011, and was admitted as an associate of both The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators) in March 2016.

Ms. Chik currently serves as the company’s secretary at P.B. Group Limited, a company listed on GEM of the Stock Exchange (stock code: 8331) and FingerTango Inc., a company listed on the Main Board of the Stock Exchange (stock code: 6860), the head of company secretarial department of P.B. Advisory Limited and a consultant of the company secretarial department at Trinity Corporate Solutions Limited. She also serves as an independent non-executive director at Boltek Holdings Limited, a company listed on GEM of the Stock Exchange (stock code: 8601), and an independent director at Top Wealth Group Holding Ltd, a company listed on Nasdaq (ticker: TWG) and Click Holdings Limited, a company listed on Nasdaq (ticker: CLIK).

Ms. Chik has entered into a letter of appointment with the Company for an initial term of one year commencing on 18 December 2024, renewable automatically for successive terms of one year upon expiry of the then current term of her appointment, unless terminated by either the Company or Ms. Chik by giving at least three months' written notice. Ms. Chik is also subject to retirement by rotation and re-election in accordance with the provisions of the Articles.

As an independent non-executive Director, Ms. Chik is entitled to an annual remuneration of HK\$144,000. She is also entitled to be reimbursed for all necessary and reasonable out-of-pocket expenses properly incurred in connection with the performance of her duties to the Company, and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Ms. Chik's remuneration package is determined by the Board according to the Group's policy on the Directors' and senior management's remuneration (having considered such factors including her qualifications, experience, duties and responsibilities with the Company, as well as the Company's performance and the prevailing market conditions).

Ms. Chik has confirmed to the Company, and the Board has also considered, upon the recommendation made by the Nomination Committee, that Ms. Chik is independent and she meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules. Ms. Chik has also confirmed that she has no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined under the GEM Listing Rules) of the Company and that there are no other factors which may affect her independence as at the date of this announcement.

As at the date of this announcement, Ms. Chik does not have (i) any interests in the shares underlying Shares or debenture of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"); and (ii) any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined under the GEM Listing Rules) of the Company. Save as disclosed in this announcement, (i) Ms. Chik did not hold any directorship in any other listed company in Hong Kong or overseas in the past three years; (ii) Ms. Chik did not hold other positions with other members of the Group; (iii) there is no further information required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules; and (iv) there are no other matters that need to be brought to the attention of the Shareholders.

By order of the Board  
**Janco Holdings Limited**  
駿高控股有限公司  
**Tam Tsz Yeung Alan**  
Chairman

Hong Kong, 18 December 2024

*As at the date of this announcement, the executive Directors are Mr. Chan Kwok Wai, Mr. Lai Chung Wing and Mr. Lo Wai Wah, the non-executive Directors are Mr. Tam Tsz Yeung Alan (Chairman), and Mr. Liang Yuxi, and the independent non-executive Directors are Ms. Chik Wai Chun, Mr. Moy Yee Wo Matthew and Mr. Yu Kwok Fai.*

*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 Listed Company Information” page of the Stock Exchange’s website ([www.hkexnews.hk](http://www.hkexnews.hk)) for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website ([www.jancofreight.com](http://www.jancofreight.com)).*