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HAN TANG INTERNATIONAL HOLDINGS LIMITED

漢唐國際控股有限公司

(Incorporated in the British Virgin Islands and continued in Bermuda with limited liability)

(Stock Code: 01187)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Han Tang International Holdings Limited (the “**Company**”) announces that Mr. Sinn Wai Kin Derek (“**Mr. Sinn**”) has tendered his resignation as an independent non-executive Director with effect from 29 June 2018 as he would like to devote more time to his own business.

Mr. Sinn has confirmed that he has no disagreement with the members of the Board and that there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to extend its appreciation to Mr. Sinn for his valuable contribution during his tenure of office in the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces the following change in composition of Board committees, all with effect from 29 June 2018:-

- (1) Following the resignation of Mr. Sinn as independent non-executive Director, he has ceased to be the chairman of each of the audit committee (the “**Audit Committee**”) and the nomination committee (“**Nomination Committee**”) of the Company and a member of each of the remuneration committee (“**Remuneration Committee**”) and the share option committee of the Company;
- (2) Mr. Ma Jianwei, an independent non-executive Director, has been appointed as the chairman of the Nomination Committee in replacement of Mr. Sinn; and
- (3) Ms. Zhao Wenjia, an executive Director and the chief executive officer of the Company, ceased to be a member of each of the Remuneration Committee and the Nomination Committee.

NON-COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1), 3.10(2) AND 3.21 OF THE LISTING RULES

The Board noted that following the resignation of Mr. Sinn, the Company only has two independent non-executive Directors, thus the number of the independent non-executive Directors falls below the minimum number required under Rule 3.10(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Company has also failed to meet the requirement set out in Rule 3.10(2) of the Listing Rules with regard to at least one independent non-executive director must have appropriate professional qualifications or accounting or related financial management expertise. As a result of the insufficient number of independent non-executive Directors, the Company has also failed to comply with the requirements set out in Rule 3.21 of the Listing Rules with regard to the minimum number of members and the composition of the audit committee.

The Company will use its best endeavour to identify suitable candidate(s) to fill up the vacancy of independent non-executive Director with appropriate professional qualifications or accounting or related financial management expertise and vacancy on the Audit Committee and in any event within three months from the date of resignation of Mr. Sinn as required under Rules 3.11 and 3.23 of the Listing Rules, and will make further announcement as and when appropriate.

By Order of the Board
Han Tang International Holdings Limited
Zhao Wenjia
Chief Executive Officer

Hong Kong, 29 June 2018

As at the date of this announcement, the Board comprises executive Director, namely, Ms. Zhao Wenjia (Chief Executive Officer), non-executive Directors, namely, Mr. Xu Lei and Ms. Gu Yawei, and independent non-executive Directors, namely, Mr. Yao Yongjie and Mr. Ma Jianwei.