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Tomson Group

RIVERA (HOLDINGS) LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 281)

CHANGES OF DIRECTORSHIP AND MEMBERS OF THE COMMITTEE OF THE BOARD OF DIRECTORS

The board of directors (the “Board”) of Rivera (Holdings) Limited (the “Company”) hereby announces that:

- (1) with effect from 16th August, 2019, Madam Fan Suxia has resigned as an executive director of the Company and has therefore ceased to act as a member of the executive committee of the Board of the Company (the “Executive Committee”);
- (2) with effect from 17th August, 2019, Mr Wang Fahua will resign as an executive director of the Company and will then cease to act as a member of the Executive Committee;
- (3) with effect from 17th August, 2019, Mr Tong Chi Kar Charles will be appointed as an executive director of the Company and a member of the Executive Committee; and
- (4) with effect from 17th August, 2019, Mr Zhao Haisheng will be appointed as an executive director of the Company and a member of the Executive Committee.

RESIGNATIONS OF EXECUTIVE DIRECTORS

Owing to a change in job allocation, Madam Fan Suxia and Mr Wang Fahua have tendered their resignations as executive directors of the Company respectively. She has ceased and he will cease to act as the member of the Executive Committee upon resignation. Madam Fan and Mr Wang have confirmed respectively that there is neither any disagreement with the Board of the Company nor are there any other matters relating to their resignations that need to be brought to the attention of shareholders of the Company.

The Board of the Company would like to express its appreciation to Madam Fan and Mr Wang for their contribution to the Company during their tenure of office.

APPOINTMENTS OF EXECUTIVE DIRECTORS

- (1) **Mr Tong Chi Kar Charles** (“Mr Charles Tong”), aged 38, is now a director and general manager of the subsidiaries of the Company in Shanghai (as the case may be). He is an executive director and vice-chairman of the board of Tomson Group Limited (“TGL”), and has joined that group since December 2000 for participating in property trading and business management in the Mainland. TGL is a company listed on The Stock Exchange of Hong Kong Limited and a shareholder of the Company having a notifiable interest under Part XV of the Securities and Futures Ordinance (“SFO”). He now principally engages in property development and trading business in the Mainland.

In addition, Mr Charles Tong was a member of the 13th Tianjin Municipal Committee of the Chinese People’s Political Consultative Conference during the period from January 2013 to January 2018.

Mr Charles Tong is a son of Madam Hsu Feng, an executive director and a controlling shareholder of the Company, and the elder brother of Mr Albert Tong, an executive director and a shareholder of the Company. All of them are the directors and shareholders of Step Famous Investment Limited, a substantial shareholder of the Company. All of them are also executive directors and substantial shareholders of TGL.

Mr Charles Tong holds a personal beneficial interest in 103,210,000 issued shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr Charles Tong does not hold any position with the Company or other members of its group, nor did he hold any directorship in any listed companies in Hong Kong or overseas in the last three years, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

Mr Charles Tong is not appointed for any specific term of office. However, in accordance with the Articles of Association of the Company, he shall retire and will be eligible for re-election at the next annual general meeting of the Company and if so re-elected, he shall be subject to retirement by rotation and re-election at least once every three years at annual general meetings of the Company.

The Company would enter into a letter of appointment with Mr Charles Tong and he will not be paid with any emolument in his capacity as a director of the Company.

- (2) **Mr Zhao Haisheng** (“Mr Zhao”), aged 42, holds a bachelor’s degree in Accounting and a Master of Professional Accounting degree. He also qualified as an Accountant in the Mainland. He is a member of The Chinese Institute of Certified Public Accountants. He has over 10 years’ experience in accounting and has engaged in jobs relating to financial and investment aspects for around 10 years.

Mr Zhao joined Shanghai Zhangjiang (Group) Co., Ltd. (“Zhangjiang Group”) in September 2006 and worked in Financial Management Department. He was subsequently transferred to Shanghai Zhangjiang Hi-Tech Park Development Co., Ltd. (“Zhangjiang Hi-Tech”), a company listed on the Shanghai Stock Exchange, in March 2015 to act as the general manager of former Real Estate Fund Department. He has been

re-designated as the general manager of Strategic Development Department of Zhangjiang Hi-Tech since February 2019. Zhangjiang Group and Zhangjiang Hi-Tech are substantial shareholders of the Company. Madam Liu Ying, the non-executive Chairman of the Board of the Company, is the chairman of the board, secretary of the party committee and legal representative of Zhangjiang Hi-Tech.

Mr Zhao is now a director of the subsidiaries of the Company in Shanghai.

Save as disclosed above, Mr Zhao does not hold any position with the Company or other members of its group, nor did he hold any directorship in any listed companies in Hong Kong or overseas in the last three years, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. In addition, he does not have any interests in shares of the Company within the meaning of Part XV of the SFO.

Mr Zhao is not appointed for any specific term of office. However, in accordance with the Articles of Association of the Company, he shall retire and will be eligible for re-election at the next annual general meeting of the Company and if so re-elected, he shall be subject to retirement by rotation and re-election at least once every three years at annual general meetings of the Company.

The Company would enter into a letter of appointment with Mr Zhao and he will not be paid with any emolument in his capacity as a director of the Company.

Save as disclosed above, the Board of the Company is not aware of any other information relating to Mr Charles Tong and Mr Zhao to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or any other matters that need to be brought to the attention of the shareholders of the Company.

The Company would like to welcome Mr Charles Tong and Mr Zhao to join the Board of the Company.

By Order of the Board of
RIVERA (HOLDINGS) LIMITED
Lee Yuen Han
Company Secretary

Hong Kong, 16th August, 2019

As at the date of this announcement, there are eight members of the Board of the Company comprising a non-executive Chairman who is Madam Liu Ying; three executive directors who are Madam Hsu Feng, Mr Albert Tong and Mr Wang Fahua; one non-executive director who is Mr Sung Tze-Chun; and three independent non-executive directors who are Mr Zhang Hong Bin, Mr Sit Hing Kwok and Mr Ng Chi Him.