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盛洋投資

Gemini Investments (Holdings) Limited

盛 洋 投 資 (控 股) 有 限 公 司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 174)

**RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
AND**

CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD

The Board announces that with effect from 13 October 2021:

1. Mr. LAW Tze Lun has resigned as an independent non-executive director of the Company and ceased to be the chairman of each of the audit committee and the remuneration committee of the Company, and a member of each of the nomination committee and the investment committee of the Company; and
2. Mr. LEE Sai Kai, David has been appointed as an independent non-executive director of the Company and the chairman of each of the audit committee and the remuneration committee of the Company, and a member of each of the nomination committee and the investment committee of the Company.

This announcement is made pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**HK Stock Exchange**”).

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Gemini Investments (Holdings) Limited (the “**Company**”, together with its subsidiaries, collectively referred to as the “**Group**”) announces that Mr. LAW Tze Lun (“**Mr. LAW**”) has resigned as an independent non-executive director of the Company with effect from 13 October 2021 due to his other business commitments which require more of his time and attention.

Mr. LAW has confirmed to the Board that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and the HK Stock Exchange.

The Board would like to express its appreciation to Mr. LAW for his invaluable contribution to the Group over the past years.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. LEE Sai Kai, David (“**Mr. LEE**”) has been appointed as an independent non-executive director of the Company and the chairman of each of the audit committee and the remuneration committee of the Company, and a member of each of the nomination committee and the investment committee of the Company with effect from 13 October 2021. The biographical details and other information of Mr. LEE are set out below.

Mr. LEE Sai Kai, David, aged 56, has extensive accounting, financial and management experience in the real estate industry in both the People’s Republic of China and Hong Kong. Mr. LEE was a non-executive director of Rainbow Digital Commercial Co., Ltd. (Shenzhen Stock Exchange Stock Code: 002419) from 2007 to 2020. He was an executive director and a non-executive director of Top Spring International Holdings Limited (HK Stock Exchange Stock Code: 3688) from 2009 to 2015 and from 2015 to 2016, respectively. From 1996 to 2001, he was an executive director and company secretary of ITC Properties Group Limited (HK Stock Exchange Stock Code: 0199). Mr. LEE received a Bachelor of Arts degree in Accountancy from The Hong Kong Polytechnic University. He is an associate member of the Hong Kong Institute of Certified Public Accountants, an associate member of The Chartered Institute of Management Accountants and a fellow member of the Association of Chartered Certified Accountants.

Mr. LEE has entered into an appointment letter with the Company for a term of 1 year until terminated in accordance with the terms of the appointment letter. Under the terms of the appointment letter, either party may terminate such appointment letter by giving the other not less than 1 months’ notice in writing. Pursuant to the articles of association of the Company (the “**Articles**”), Mr. LEE shall hold office only until the next following general meeting of the Company. Thereafter, he will be subject to retirement by rotation and re-election in accordance with the Articles. Under the terms of the

appointment letter, Mr. LEE's emolument is HK\$180,000 per annum. The remuneration of Mr. LEE has been reviewed by the remuneration committee of the Company and the same has been determined by the Board with reference to his previous experience, qualification, duties and responsibilities within the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above and as far as the directors of the Company are aware, Mr. LEE does not (i) have any relationship with any director, senior management or substantial or controlling shareholders of the Company; (ii) have 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); (iii) hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) hold any other positions in other members of the Group.

Save as disclosed above, there are no other matters relating to the appointment of Mr. LEE that need to be brought to the attention of the shareholders of the Company and there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. LEE for joining the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Following his resignation, Mr. LAW ceases to be the chairman of each of the audit committee and the remuneration committee of the Company, and a member of each of the nomination committee and the investment committee of the Company, with effect from 13 October 2021.

With effect from 13 October 2021, Mr. LEE has been appointed as the chairman of each of the audit committee and the remuneration committee of the Company, and a member of each of the nomination committee and the investment committee of the Company.

By order of the Board
Gemini Investments (Holdings) Limited
LAI Kwok Hung, Alex
Executive Director and Chief Executive Officer

Hong Kong, 13 October 2021

As at the date of this announcement, the directors of the Company are as follows:

<i>Executive Directors:</i>	<i>Non-executive Directors:</i>	<i>Independent non-executive Directors:</i>
Mr. SUM Pui Ying	Mr. TANG Runjiang	Mr. LO Woon Bor, Henry
Mr. LAI Kwok Hung, Alex	Mr. ZHOU Yue	Ms. CHEN Yingshun
Ms. LAM Yee Lan		Mr. LEE Sai Kai, David