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偉祿集團控股有限公司
REALORD GROUP HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 1196)

NON-COMPLIANCE WITH RULES 3.10(1) AND 3.21 OF THE LISTING RULES

References are made to the announcements of Realord Group Holdings Limited (the “**Company**”) dated 15 September 2021 (the “**Announcement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

As stated in the Announcement, following the resignation of Dr. Li, the Company has (i) two independent non-executive directors, which is below the minimum requirement under Rule 3.10(1) of the Listing Rules; (ii) two audit committee members, which is below the minimum requirement under 3.21 of the Listing Rules.

Pursuant to Rules 3.10, 3.11 and 3.21 of the Listing Rules, the Company should appoint an additional independent non-executive director and a member of the audit committee of the Company within three months after failing to meet the requirements under Rules 3.10(1) and 3.21 of the Listing Rules (i.e. on or before 14 December 2021).

The Company has taken practicable steps to identify suitable candidates to act as independent non-executive director for the purpose of complying with the abovementioned Listing Rules requirements including but not limited to identifying candidates in accordance with the Company’s director nomination policy; however, due to the travel restrictions during the COVID-19 pandemic, the time needed for arranging interviews and due diligence with potential candidates is lengthened and more complicated than before. Thus, the process to fill the vacancy proceeded is therefore slower than usual.

As additional time was required for the Company to identify suitable candidate and complete the selection, recruitment and nomination procedures, the Company has applied to The Stock Exchange of Hong Kong Limited for a waiver from strict compliance with Rules 3.10(1) and 3.21 of the Listing Rules for filling the vacancies. Such waiver application is under process as at the date of this announcement.

The Company will use its best endeavour to appoint a suitable candidate to fill the vacancy of independent non-executive director and the above-mentioned board committees of the Company. Further announcement(s) will be made as and when appropriate.

By order of the board of
Realord Group Holdings Limited
Lin Xiaohui
Chairman

Hong Kong, 15 December 2021

As at the date of this announcement, the executive directors of the Company are Dr. Lin Xiaohui, Madam Su Jiaohua and Mr. Lin Xiaodong and the independent non-executive directors of the Company are Mr. Yu Leung Fai and Mr. Fang Jixin