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Dali Foods Group Company Limited

達利食品集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3799)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF NOMINATION COMMITTEE AND AUDIT COMMITTEE

Mr. Cheng Hanchuan has resigned as an independent non-executive director, a member of nomination committee and audit committee of the Company with effect from 28 March 2022.

Mr. Ng Kong Hing has been appointed as an independent non-executive director, a member of nomination committee and audit committee of the Company with effect from 28 March 2022.

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR, A MEMBER OF NOMINATION COMMITTEE AND AUDIT COMMITTEE

The board of directors (the “**Board**”) of Dali Foods Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), hereby announce Mr. Cheng Hanchuan (**Mr. Cheng**) has resigned as an independent non-executive director, a member of nomination and audit committee of the Company with effect from 28 March 2022 due to his old age.

Mr. Cheng confirmed that he has no claim against the Company in respect of his resignation and has no disagreement with the Board. Mr. Cheng further confirmed that there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR, A MEMBER OF NOMINATION COMMITTEE AND AUDIT COMMITTEE

The Board is pleased to announce that Mr. Ng Kong Hing (“**Mr. Ng**”) has been appointed as an independent non-executive director, a member of nomination committee and audit committee of the Company with effect from 28 March 2022.

The biographical details of Mr. Ng are as follows:

Mr. Ng, aged 68, joined the Group as an independent non-executive director on 28 March 2022. Mr. Ng has over 49 years’ experience in the area of accounting, taxation, company secretarial, financial management, strategic planning and due diligence service. Since 2011, Mr. Ng has been a director of K. H. Ng & Partners Limited (吳港興顧問有限公司). He was the owner and director of K. H. Ng & Company (吳港興會計事務所) and K. H. Ng & Company Limited (吳港興顧問有限公司) respectively for accounting, financial management and taxation from 1977 to 2011. Prior to that, he worked on auditing at F. S. Li & Co. (李福樹會計師事務所) from 1973 to 1976. He has also been a director of Lucky Industrial Group Limited (幸運工業集團有限公司) for manufacturing of toys and die-cast products since 2008.

Mr. Ng has entered into an appointment letter dated 28 March 2022 with the Company for an initial term of one year commencing from the same date, terminable by either party by giving not less than three months’ notice in writing, and he is subject to retirement by rotation and re-election at least once every year at the annual general meeting of the Company in accordance with the provisions of the articles of association of the Company. Under the appointment letter, Mr. Ng is entitled to a director’s service fee of RMB143,000 per annum which is determined by the Board after taking into account the recommendation from the remuneration committee of the Board with reference to Mr. Ng’s duties and responsibilities with the Company.

As at the date of this announcement, save as disclosed above, Mr. Ng does not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, or any other position with the Company and other members of the Group, or other major appointments and professional qualifications, and does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company, nor any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Ng has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Save as disclosed above, Mr. Ng is not aware of any other matters in connection with his appointment that need to be brought to the attention of the shareholders of the Company and there is no information that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

GENERAL

The Board would like to take this opportunity to express its appreciation to Mr. Cheng for his contribution and support to the Company during his tenure of office. The Board would also like to express its warmest welcome to Mr. Ng for joining the Board

By Order of the Board
Dali Foods Group Company Limited
達利食品集團有限公司
Xu Shihui
Chairman

Hong Kong, 28 March 2022

As at the date of this announcement, the Board of the Company comprises Mr. XU Shihui, Mr. ZHUANG Weiqiang, Ms. XU Yangyang and Ms. HUANG Jiaying as executive directors; Ms. XU Biying and Ms. HU Xiaoling as non-executive directors; Mr. NG Kong Hing, Mr. LIU Xiaobin and Dr. LIN Zhijun as independent non-executive directors.