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## **Value Convergence Holdings Limited**

*(Incorporated in Hong Kong with limited liability)*

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

### **(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND (2) NON-COMPLIANCE WITH RULES 3.10(1) AND 3.21 OF THE LISTING RULES**

#### **(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Value Convergence Holdings Limited (the “**Company**”) hereby announces that Mr. Wong Kam Choi, Kerry, MH (“**Mr. Wong**”) has tendered his resignation as an independent non-executive Director of the Company with effect from 14 April 2022. Following Mr. Wong’s resignation, he also ceased to be the chairman of remuneration committee, member of audit committee and nomination committee of the Company on the same date.

Mr. Wong has informed the Board that he resigned due to his other personal commitments and has confirmed that he has no disagreement with the Board, nor is there any matter in relation to his resignation that should be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Mr. Wong for his valuable contribution to the Group during his tenure of office.

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

Following the resignation of Mr. Wong:

- (i) total number of independent non-executive Directors accounts for less than three and hence the Company fails to meet the requirement of Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); and
- (ii) the number of members of the audit committee of the Company will fall below the minimum number required under Rule 3.21 of the Listing Rules.

The above non-compliances arose only due to the resignation of Mr. Wong. The Board is identifying a suitable candidate with appropriate background and qualification for appointment as an independent non-executive Director and will fill the vacancies as soon as possible and within three months as required by the Listing Rules. Further announcement(s) will be made in relation to such appointments as and when appropriate.

By order of the Board of  
**Value Convergence Holdings Limited**  
**Fu Yiu Man, Peter**  
*Chairman & Executive Director*

Hong Kong, 14 April 2022

*As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Fu Yiu Man, Peter (Chairman), Mr. Lin Hoi Kwong, Aristo, Ms. Li Cindy Chen and Mr. Zhang Nu; and two independent non-executive Directors, namely, Mr. Wong Chung Kin, Quentin and Mr. Siu Miu Man, Simon, MH.*