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GOLDEN WHEEL TIANDI HOLDINGS COMPANY LIMITED

金輪天地控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1232)

**RETIREMENT OF DIRECTORS,
APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE OF MEMBERS OF BOARD COMMITTEES**

The Board announces that:

- (1) Mr. Janata David retired as an executive director of the Company and each Mr. Wong Ying Loi and Mr. Lie Tak Sen retired as an independent non-executive director of the Company upon the conclusion of the AGM;
- (2) Mr. Wong ceased to be a member of the nomination committee of the Company and Mr. Lie ceased to be a member of each of the audit committee and remuneration committee of the Company, in each case, following their retirement; and
- (3) Ms. Wong Lai Ling has been appointed as an independent non-executive director of the Company and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 27 May 2022.

RETIREMENT OF DIRECTORS

Reference is made to the circular of Golden Wheel Tiandi Holdings Company Limited (the “**Company**”) dated 25 April 2022. It is mentioned in the circular that each of Mr. Janata David (“**Mr. Janata**”), Mr. Wong Ying Loi (“**Mr Wong**”) and Mr. Lie Tak Sen (“**Mr. Lie**”) has decided not to offer himself for re-election at the annual general meeting of the Company held on 27 May 2022 (the “**AGM**”).

Mr. Janata has served as a director of the Company since 2012 and has decided to retire as an executive director of the Company due to his other personal commitments which require more of his time. Each Mr. Wong and Mr. Lie has served as an independent non-executive director of the Company for more than nine years. In line with the Company’s diversity policy on board members and the requirements of the corporate governance code, each of them has decided to step down and take this opportunity not to offer himself for re-election at the AGM.

Upon the conclusion of the AGM, Mr. Janata retired from his office as an executive director of the Company and each of Mr. Wong and Mr. Lie retired from their respective office as an independent non-executive director of the Company.

Following the retirement of Mr. Wong, he ceased to be a member of the nomination committee of the Company. Following the retirement of Mr. Lie, he ceased to be a member of each of the audit committee and remuneration committee of the Company.

Each of Mr. Janata, Mr. Wong and Mr. Lie confirmed that he has no disagreement with the board of directors of the Company (the “**Board**”) or the Company and that there is no other matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF MEMBERS OF THE BOARD COMMITTEES

The Board is pleased to announce that, with effect from 27 May 2022, Ms. Wong Lai Ling (“**Ms. Wong**”) is appointed as independent non-executive director and a member of each of the audit committee, remuneration committee and nomination committee of the Company.

The biographical details of Ms. Wong are set out below:

Ms. Wong Lai Ling, aged 55, has wide experience in real estate investment and in operating businesses of real estate agency, money lending and car park operations. Ms. Wong holds an estate agent’s licence (individual) issued by the Estate Agents Authority.

Currently, Ms. Wong is the director of (i) Parton Parking Limited, a company founded by her and engages in car park operations in Hong Kong; (ii) Polycom Limited, a company founded by her and is a real estate agency licensed under the Estate Agents Authority; and (iii) Eve International Enterprise Limited, a company founded by her and engages in property investment. Since 2013, Ms. Wong has also been a manager of CNUTI Finance Company Limited, a company licensed as a money lender under the Companies Registry, which engages in money lending business.

Ms. Wong was also involved in various associations, including:

- the founding President and the third Vice President of the Hong Kong Asia Youth Association from 2014 to 2017;
- the Treasurer of the Wanchai District Association (Community Volunteers) from 2013 to 2014;
- the Director of World Federation of Chinese Associations of Industry and Commerce in 2014;
- a member of the Friends of The Community Chest Wanchai District Committee from 2014 to 2016;

- a member of the council of Overseas Xiamen Fraternal Association in 2015; and
- vice chief officer of the social affairs department of the General Association of Xiamen (H.K.) Ltd from 2015 to 2019.

Ms. Wong was a director of the following companies which were solvent prior to their dissolutions. The details of such companies are as follows:

Company	Place of incorporation	Principal business activity immediately before dissolution	Reasons for dissolution	Date of dissolution	Means of dissolution
Kam Kong Finance Company Limited (金港財務有限公司)	Hong Kong	Money lending	Cessation of business	20 November 2009	Dissolved by deregistration
Eastern Traffic Management Limited (東寶交通管理有限公司)	Hong Kong	Car park operations	Cessation of business	20 August 2010	Dissolved by deregistration
Eli Car Park (Hong Kong) Limited (伊利停車場(香港)有限公司)	Hong Kong	Car park operations	Cessation of business	28 December 2012	Dissolved by striking off
Dragon Life Finance Limited (港龍財務有限公司)	Hong Kong	Money lending	Cessation of business	7 June 2013	Dissolved by deregistration
Parkwin International Holdings Limited (百盈國際集團有限公司)	Hong Kong	Investment holding	Cessation of business	5 July 2013	Dissolved by striking off
Long Faith International Holdings Limited (祥信國際集團有限公司)	Hong Kong	Investment holding	Cessation of business	12 July 2013	Dissolved by striking off

Save as disclosed above, as at the date of this announcement, Ms. Wong did not hold (i) any directorships in any other listed companies in the last three years; and (ii) any other major appointments and professional qualifications. As at the date of this announcement, Ms. Wong was not interested in any shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and did not have any relationships with any directors, senior management, substantial shareholders (having the meaning ascribed to it under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) or controlling shareholders (having the meaning ascribed to it under the Listing Rules) of the Company.

Pursuant to the appointment letter entered into between Ms. Wong and the Company, Ms. Wong has been appointed as an independent non-executive director of the Company for a term of one year commencing from 27 May 2022 and will be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Either the Company or Ms. Wong may terminate the appointment letter by giving not less than one month's notice in writing to the other. Pursuant to the terms of the appointment letter, Ms. Wong is entitled to an annual emolument of HK\$115,200 which has been determined by the Board with reference to her qualifications, experience, responsibilities to be undertaken, and the prevailing market level of remuneration of similar position.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter relating to the appointment of Ms. Wong that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Janata, Mr. Wong and Mr. Lie for their contribution to the Company during their tenure of office and express its warm welcome to Ms. Wong for joining the Board.

By Order of the Board
Golden Wheel Tiandi Holdings Company Limited
Wong Yam Yin
Chairman

Hong Kong, 27 May 2022

As at the date of this announcement, the Board comprises Mr. Wong Yam Yin, Mr. Wong Kam Fai, Mr. Wong Kam Keung, Barry and Mr. Tjie Tjin Fung as Executive Directors; Mr. Suwita Janata and Mr. Gunawan Kiky as Non-executive Directors; Mr. Wong Cho Kei Bonnie, Mr. Li Sze Keung and Ms. Wong Lai Ling as Independent Non-executive Directors.