

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

中國寶沙發展控股有限公司  
**China Bozza Development Holdings Limited**

*(Incorporated in the Cayman Islands with limited liability)*

*(Provisional Liquidators Appointed)*

*(For Restructuring Purpose)*

**(Stock code: 1069)**

- (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
- (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**
- (3) CHANGE IN COMPOSITIONS OF THE BOARD COMMITTEES**
- (4) COMPLIANCE WITH RULES 3.10A, 3.10 AND 3.21 OF THE LISTING RULES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Bozza Development Holdings Limited (the “**Company**”) hereby announces that Mr. Huang Wenhong (“**Mr. Huang**”) has resigned as an independent non-executive Director with effect from 30 June 2022 due to his other business engagements requiring more of time.

Mr. Huang has confirmed that there is no disagreement with the Board and that he is not aware of any matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation. The Board takes this opportunity to express its sincere gratitude to Mr. Huang for his invaluable contributions to the Company in the past.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board of Directors of the Company is pleased to announce that (i) Ms. Wong Hoi Ying (“**Ms. Wong**”) has been appointed as an independent non-executive Director and the chairman of the audit committee of the Company (the “**Audit Committee**”), (ii) Mr. Wang Yibin (“**Mr. Wang**”) has been appointed as an independent non-executive Director, the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of each of the Audit Committee and the nomination committee of the Company (the “**Nomination Committee**”) and (iii) Mr. Guo Zhonglong (“**Mr. Guo**”) has been appointed as an independent non-executive Director and a member of the Audit Committee with effect from 30 June 2022.

Biographic details of Ms. Wong, Mr. Wang and Mr. Guo are set out as follows:

### **Wong Hoi Ying**

Ms. Wong Hoi Ying, aged 34, has over 12 years of experience in auditing, accounting, financial management, and regulatory compliance. She is currently the financial controller of Smart Wealth Engineering Limited. She is responsible for providing financial analysis and company financial status to the board for business decision making and monitor company debt level. Prior to working in Smart Wealth Engineering Limited, Ms. Wong worked at a number of companies, including at Shinewing (HK) CPA Limited.

Ms. Wong is a member of the Hong Kong Institute of Certified Public Accountants and a member of Institute of Chartered Accountants in England and Wales. Ms. Wong obtained a Bachelor of Arts (Accounting and Finance) Degree from Edinburgh Napier University in March 2019.

Save as disclosed above, as at the date of this announcement, Ms. Wong (i) does not hold any other position with the Company or other members of the Group; (ii) does not have any relationship with the Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; (iii) has not held any directorship in any other public companies in the last three years, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have any interests in the shares, underlying shares and debentures of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

With respect to her directorship with the Company, Ms. Wong has entered into a contract of appointment with the Company and Ms. Wong will be appointed for a term of one year with an annual remuneration of HK\$120,000. The remuneration is recommended by the Remuneration Committee with reference to the remuneration policy of the Company, her duties and the prevailing market level of remuneration for executives of similar positions. Ms. Wong shall only hold office until the next annual general meeting of the Company but shall be eligible for re-election in accordance with the articles of association of the Company.

### **Wang Yibin**

Mr. Wang, aged 54, has more than 18 years of experiences in banking, insurance, fund investment and securities management. He had worked as a chief executive officer and a general manager of Bensun Plastic Metal Products Co., Ltd (博羅縣立泰塑膠五金製品有限公司) for more than 10 years. Mr. Wang obtained a bachelor’s degree in Business Administration from Henan University of Economics and Law in 1994.

Save as disclosed above, as at the date of this announcement, Mr. Wang (i) does not hold any other position with the Company or other members of the Group; (ii) does not have any relationship with the Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) has not held any directorship in any other public companies in the last three years, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have any interests in the shares, underlying shares and debentures of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

With respect to his directorship with the Company, Mr. Wang has entered into a contract of appointment with the Company and Mr. Wang will be appointed for a term of one year with an annual remuneration of HK\$240,000. The remuneration is recommended by the Remuneration Committee with reference to the remuneration policy of the Company, his duties and the prevailing market level of remuneration for executives of similar positions. Mr. Wang shall only hold office until the next annual general meeting of the Company but shall be eligible for re-election in accordance with the articles of association of the Company.

### **Guo Zhonglong**

Mr. Guo Zhonglong, aged 72, has more than 20 years of experience in accounting and corporate finance. Mr. Guo worked as a general manager in the Shenzhen branch of Shinewing (HK) CPA Limited from 2003 to 2004. Mr. Guo obtained a Master degree in Accountancy from the Dongbei University of Finance and Economics in 2002 and had been a member of The Chinese Institute of Certified Public Accountants from 1993-2020.

Save as disclosed above, as at the date of this announcement, Mr. Guo (i) does not hold any other position with the Company or other members of the Group; (ii) does not have any relationship with the Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) has not held any directorship in any other public companies in the last three years, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have any interests in the shares, underlying shares and debentures of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

With respect to his directorship with the Company, Mr. Guo has entered into a contract of appointment with the Company and Mr. Guo will be appointed for a term of one year with an annual remuneration of HK\$240,000. The remuneration is recommended by the Remuneration Committee with reference to the remuneration policy of the Company, his duties and the prevailing market level of remuneration for executives of similar positions. Mr. Guo shall only hold office until the next annual general meeting of the Company but shall be eligible for re-election in accordance with the articles of association of the Company.

Save as disclosed above, there is no other information related to the appointment of each of Ms. Wong, Mr. Wang and Mr. Guo that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company.

#### **CHANGE IN COMPOSITIONS OF THE BOARD COMMITTEES**

Following the resignation of Mr. Huang, he ceases to be the chairman of the Remuneration Committee, and a member of each of the Audit Committee and Nomination Committee. Following the appointment of Ms. Wong, Mr. Wang and Mr. Guo, (i) Ms. Wong will be the chairman of the Audit Committee, (ii) Mr. Wang will be the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee and (iii) Mr. Guo will be a member of the Audit Committee.

#### **COMPLIANCE WITH REQUIREMENTS UNDER RULE 3.10A, 3.10 AND RULE 3.21 OF THE LISTING RULES**

According to Rule 3.10A of the Listing Rules, the Company is required to appoint independent non-executive directors representing at least one-third of the Board. According to Rule 3.10(1) of the Listing Rules, the Company is required to have at least three independent non-executive directors. Besides, according to Rule 3.10(2) of the Listing Rules, at least one of the independent non-executive directors of the Company must have appropriate professional qualifications or accounting or related financial management expertise (the “**Qualification**”). According to Rule 3.21 of the Listing Rules, the Audit Committee must comprise a minimum of three members, and at least one of whom is an independent non-executive director who has the Qualification.

Following the appointment of Ms. Wong, Mr. Wang and Mr. Guo,

- (1) the Board currently comprises five executive Directors, one non-executive Director and four independent non-executive Directors, thus the Company meets the requirement of independent non-executive Directors representing at least one-third of the Board under Rule 3.10A of the Listing Rules;
- (2) the Company has four independent non-executive Directors, thus the number of independent non-executive Directors meets the minimum number required under Rule 3.10(1) of the Listing Rules;

- (3) since Ms. Wong possesses the Qualification:
- a. there is an independent non-executive Director of the Company who has the Qualification as required under Rule 3.10(2) of the Listing Rules; and
  - b. the Audit Committee comprises of an independent non-executive Director with the Qualification as required under Rule 3.21 of the Listing Rules; and
- (4) the Audit Committee has four members, thus the number of members meets the minimum number required under Rule 3.21 of the Listing Rules.

By Order of the Board  
**China Bozza Development Holdings Limited**  
*(Provisional Liquidators Appointed)*  
*(For Restructuring Purposes)*  
**Professor Fei Phillip**  
*Chairman and Executive Director*

Hong Kong, 30 June 2022

*As at the date of this announcement, the Board comprises Professor Fei Phillip, Mr. Li Wenjun, Mr. Wang Yue, Ms. Hui Hing Conniel and Mr. Lai Chi Yin Samuel as the executive Directors; and Mr. Gu Sotong as the non-executive Director; and Mr. Liu Zhaoxiang, Ms. Wong Hoi Ying, Mr. Wang Yibin and Mr. Guo Zhonglong as the independent non-executive Directors.*