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## **SY HOLDINGS GROUP LIMITED**

**盛業控股集團有限公司**

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

**(Stock Code: 6069)**

### **(I) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (II) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND (III) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

This announcement is made by SY Holdings Group Limited (the “**Company**” together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

#### **(I) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that Ms. Chan Yuk Ying Phyllis (陳玉英) (“**Ms. Chan**”) has been appointed as an Independent Non-executive Director of the Company with effect from 15 July 2022.

The biographical details of Ms. Chan are set out as follows:

#### **Ms. Chan**

Ms. Chan, aged 62, obtained Degree of Bachelor of Economics with Honors from La Trobe University in Australia in 1985. Ms. Chan is a member of the Chartered Accountants Australian and New Zealand. Ms. Chan has over 35 years of experience in financial audit, regulatory bodies, financial advisory, business development and investor relations. Ms. Chan worked as auditor between March 1986 to January 1991 in Hong Kong and Australia. She worked as an analyst in the Corporate Regulation Division of Australian Securities Commission between January 1991 to March 1992 responsible for examination of accounts for compliance with disclosure requirements and approved accounting standards under the Corporations Law and served on some multi-discipline investigative teams. She worked in the Listing Division of The Stock Exchange of Hong Kong Limited between April 1992 to May 1996. After working five years in regulatory bodies, she worked for 10 years in corporate finance in investment banks between May 1996 to April 2006 responsible for financial advisory and initial public offerings. In Shandong Weigao Group Medical Polymer Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1066), she was responsible for business development and investor relations from May 2006 to February 2022.

Pursuant to the letter of appointment made between the Company and Ms. Chan, Ms. Chan has been appointed as an Independent Non-executive Director of the Company for a term of three years commencing from 15 July 2022, subject to retirement by rotation and re-election at annual general meetings in accordance with the articles of association of the Company and the Listing Rules.

Under the aforesaid letter of appointment, Ms. Chan will be entitled to a Director's fee of HK\$180,000 per annum. The remuneration of Ms. Chan has been determined with reference to the prevailing market condition, her role and responsibilities and the Company's remuneration policy. Such remuneration has been recommended by the remuneration committee of the Company (the "**Remuneration Committee**") and approved by the Board and will be reviewed by the Remuneration Committee and the Board on an annual basis.

As at the date of this announcement and save as disclosed in this announcement, Ms. Chan (i) does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (ii) does not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other positions in the Company or its subsidiaries; and (iv) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company.

Ms. Chan has confirmed that she has met the independence criteria set out in Rule 3.13 of the Listing Rules. Ms. Chan has also confirmed that there is no information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Ms. Chan for joining the Board.

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

The Board of Directors hereby announces that Mr. Hung Ka Hai Clement ("**Mr. Hung**") has resigned as an Independent Non-executive Director with effect from 15 July 2022 in order to devote more time to his personal commitments. Following Mr. Hung's resignation, he also ceased to be the chairman of the audit committee (the "**Audit Committee**"), and a member of the nomination committee (the "**Nomination Committee**") and Remuneration Committee of the Company.

Mr. Hung has confirmed that he has no disagreement with the Board and the Company and there is no matter in respect of his resignation which ought to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to express its gratitude and appreciation to Mr. Hung for his valuable contributions to the Company during his tenure of service.

### **(III) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

The Board announces that following the above changes, with effect from 15 July 2022:

- (1) Mr. Hung ceased to be the chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee of the Company;
- (2) Mr. Tang King San, Terence, an Independent Non-executive Director of the Company, has been appointed as the chairman of the Audit Committee and a member of the Nomination Committee.
- (3) Mr. Fong Heng Boo, an Independent Non-executive Director of the Company, has been appointed as a member of the Remuneration Committee.

By order of the Board  
**SY Holdings Group Limited**  
**Tung Chi Fung**  
*Chairman*

Hong Kong, 5 July 2022

*As at the date of this announcement, the Board comprises two Executive Directors: Mr. Tung Chi Fung and Mr. Chen Jen-Tse; one Non-executive Director: Mr. Lo Wai Hung; and four Independent Non-executive Directors: Mr. Hung Ka Hai Clement, Mr. Loo Yau Soon, Mr. Fong Heng Boo and Mr. Tang King San Terence.*

*If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.*