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TOP SPRING INTERNATIONAL HOLDINGS LIMITED

萊蒙國際集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03688)

CHANGE OF EXECUTIVE DIRECTOR

RESIGNATION OF EXECUTIVE DIRECTOR

The Board announces that Mr. LIANG Rui Chi has tendered his resignation as an executive Director with effect from 4 August 2022.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. WONG Sze Yuen has been appointed as an executive Director with effect from 4 August 2022.

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Top Spring International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. LIANG Rui Chi (“**Mr. LIANG**”) has tendered his resignation as an executive Director with effect from 4 August 2022. Mr. LIANG would like to devote more of his time to other business engagements.

Mr. LIANG has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation as an executive Director that needs to 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 take this opportunity to express its sincere gratitude to Mr. LIANG for his valuable contribution to the Company during his tenure of office as an executive Director.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. WONG Sze Yuen (“**Mr. WONG**”) has been appointed as an executive Director with effect from 4 August 2022.

The biographical details of Mr. WONG are as follows:

Mr. WONG Sze Yuen (黃思源先生), aged 38, joined the Group in September 2015 and is in charge of overseeing the operational management of joint ventures of the Group in Australia. Mr. WONG was appointed as a director of Silver Pond Investments Pty Ltd and Top Spring Australia Development Pty Ltd (each currently a joint venture of the Company) in September 2015 and November 2019, respectively. Mr. WONG was responsible for and brought about instigating growth and increasing diversity within the Group’s businesses in Australia. Mr. WONG possesses extensive knowledge and professional experience which allows him to assist the Group to seize growth opportunities in this ever-changing market.

Mr. WONG obtained his Bachelor of Arts degree from University of New South Wales in 2006, his Master of Commerce degree from University of New South Wales in 2009 and his Juris Doctor degree from University of New South Wales in 2015. Mr. WONG is a son of Mr. WONG Chun Hong who is the founder of the Group, an executive Director, the chairman of the Board, the chief executive officer and a controlling shareholder of the Company.

Mr. WONG will enter into a service contract with the Company for a term of three years from 4 August 2022. His service contract may be terminated in accordance with the provisions therein by either party giving to the other party not less than three months’ written notice. Mr. WONG will hold office until the first general meeting to be convened by the Company and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with its articles of association. Mr. WONG is entitled to receive a remuneration of HK\$120,000 per month, share options and discretionary bonus as the Board shall determine. His emoluments is determined by the Board based on the recommendation of the remuneration committee of the Company after taking into account, among others, his qualifications, experience, responsibilities undertaken, contribution to the Company and the prevailing market level of remuneration for similar position.

As at the date of this announcement, Mr. WONG is deemed to be interested in 417,593,500 shares of the Company (the “**Shares**”) held by Chance Again Limited (“**Chance Again**”) and 116,552,800 underlying Shares in relation to the perpetual subordinated convertible securities (the “**PCSs**”) held by Chance Again, a substantial shareholder (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company, representing approximately 37.81% of the issued share capital of the Company as at the date of this announcement. The entire issued share capital of Chance Again is wholly-owned by Cheung Yuet (B.V.I.) Limited (“**BVI Co**”). The entire issued share capital of BVI Co is in turn wholly-owned by HSBC International Trustee Limited as the trustee of a discretionary family trust (the “**Wong’s Family Trust**”). As Mr. WONG is one of the beneficiaries of the Wong’s Family Trust, Mr. WONG is deemed to be interested in the Shares held by Chance Again. Save as disclosed above, Mr. WONG does not have any interest or deemed interest in the Shares, underlying share or debenture of the Company and its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, Mr. WONG does not (i) have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company (each as defined in Listing Rules); (ii) hold any other position in the Company or any other members of the Group; and (iii) hold any directorship in other public companies whose securities are listed on any securities market in Hong Kong or overseas in the preceding three years.

To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, save as disclosed above, there is no other information relating to Mr. WONG that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters in relation to the appointment of Mr. WONG that is required to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. LIANG for his valuable contributions to the Company and to welcome Mr. WONG on his appointment.

By order of the Board
Top Spring International Holdings Limited
WONG Tak Chun
Company Secretary

Hong Kong, 4 August 2022

As at the date of this announcement, the executive Directors are Mr. WONG Chun Hong, Ms. LAM Mei Ka, Shirley and Mr. WONG Sze Yuen; the non-executive Directors are Mr. YIP Hoong Mun and Mr Kui Qiang; and the independent non-executive Directors are Mr. CHENG Yuk Wo, Professor WU Si Zong and Mr. CHAN Yee Herman.