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OZNER WATER INTERNATIONAL HOLDING LIMITED

浩澤淨水國際控股有限公司

(IN LIQUIDATION)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2014)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

CHANGE IN COMPOSITION OF BOARD COMMITTEES

COMPLIANCE WITH RULES 3.10(1), 3.10A AND RE-COMPLIANCE WITH 3.27A OF THE LISTING RULES AND PARTIAL FULFILMENT OF RESUMPTION GUIDANCE

This announcement is made by Ozner Water International Holding Limited (In Liquidation) (the “**Company**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Each of Ms. Ang Mei Lee Mary(洪美莉) (“**Ms. Ang**”), Mr. Lam Kwun Leung (林冠良) (“**Mr. Lam**”) and Mr. Mak Tin Sang (麥天生) (“**Mr. Mak**”) has been appointed as an independent non-executive director of the Company (“**INED**”) by the Joint and Several Liquidators of the Company with effect from 16 September 2022.

The biographical information of the newly appointed INEDs are set out below:

Ms. Ang, aged 58, obtained a Diploma in Accounting from City Polytechnic of Hong Kong (currently known as the City University of Hong Kong). She has extensive experience in audit, company secretary and corporate finance. She is also an Accredited Accounting Technician (AAT) in Hong Kong and qualified with Association of Chartered Certified Accountants (ACCA) Diploma level 2. Ms. Ang has 23 years of experience as a professional auditor in Anthony Lui & Co, CPA and Fung & Lui, CPA. She also has extensive experience in company management and business operations.

Ms. Ang has been an independent non-executive director of Silk Road Logistics Holdings Limited (stock code: 988), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), since 14 December 2021. Previously, Ms. Ang served as a non-executive director of Freeman FinTech Corporation Limited (now known as Arta TechFin Corporation Limited) (“**Freeman FinTech**”) (stock code: 279) from 17 December 2020 to 29 October 2021, an executive director of Hong Kong Resources Holdings Company Limited (formerly known as Ocean Grand Chemicals Holdings Limited) (stock code: 2882) from 14 August 2008 to 6 October 2008, an executive director of Zhidao International (Holdings) Limited (formerly known as Ocean Grand Holdings Limited) (stock code: 1220) from 1 September 2008 to 11 January 2012 and a non-executive director of Hifood Group Holdings Co., Limited (stock code: 442) from 9 July 2021 to 27 November 2021, all of which are listed on the Main Board of the Stock Exchange. As disclosed in the announcements of Freeman FinTech, Freeman FinTech was previously subject to a winding-up petition filed on 10 May 2019, its provisional liquidators were appointed and trading in its shares on the Stock Exchange was suspended on 28 February 2020, and the winding-up petition was dismissed, its provisional liquidators were discharged and trading in its shares on the Stock Exchange had resumed on 1 November 2021. Ms. Ang has confirmed that she was appointed as a non-executive director of Freeman FinTech after the filing of the winding-up petition, the appointment of the provisional liquidators and the suspension of trading of its shares on the Stock Exchange, and there was no wrongful act on her part leading to the aforesaid matters.

Mr. Lam, aged 37, obtained his Bachelor’s degree in Business Administration majoring in accounting from Hong Kong University of Science and Technology and his Master’s Degree in Corporate Governance from Hong Kong Polytechnic University. He is also a member of the Hong Kong Institute of Certified Public Accountants.

Mr. Lam currently serves as the company secretary of Swang Chai Chuan Limited, a company listed on the Main Board of the Stock Exchange (stock code: 2321), since 25 January 2021. Mr. Lam has also served as the company secretary of Sunray Engineering Group Limited, a company listed on GEM of the Stock Exchange (stock code: 8616), from December 2018 to July 2020.

Mr. Mak, aged 66, obtained his Master’s Degree in Business Administration from the University of Sheffield in the United Kingdom. He is also a fellow member of the Association of Chartered Certified Accountants and an associate member of the Australian Certified Management Accountants.

Mr. Mak has been an independent non-executive director of Jintai Energy Holdings Limited (stock code: 02728) since 23 April 2020 and an independent non-executive director of China Clean Energy Technology Group Limited (“**China Clean Energy**”) (stock code: 2379) since 25 November 2021. Previously, Mr. Mak served as an executive director of China Graphene Group Limited (now known as China Asia Valley Group Limited), a company listed on the Main Board of the Stock Exchange (stock code: 63), from 6 November 2015 to 16 May 2017. He also served as the chief executive officer and an executive director of Asia Fashion Holdings Limited, a company listed on the Main Board of Singapore Exchange Limited, from 25 May 2015 to 1 November 2018. Mr. Mak served as the chief financial officer from January 2004 and was re-designated as an executive director of Sinocloud Group Limited (formerly known as Armarda Group Limited), a company listed on the Catalist Board of Singapore Exchange Limited, from June 2013 to late 2015. Mr. Mak was the chief financial officer of Nutryfarm International Limited (formerly known as LottVision Limited), a company listed on the main board of the Singapore Exchange Limited, from August 2001 to September 2003. As disclosed in the announcements of China Clean Energy, China Clean Energy was previously subject to a winding-up petition filed on 24 November 2021, trading in its shares on the Stock Exchange was suspended on 12 November 2021. The winding up petition was dismissed on the hearing for the Summons held on 27 June 2022.

Each of Ms. Ang, Mr. Lam and Mr. Mak has entered into a letter of appointment with the Company for a term of three years commencing from 16 September 2022, unless terminated by either party giving to the other not less than one month’s notice in accordance with the terms of the letter of appointment and subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Pursuant to the appointment letter, each of Ms. Ang, Mr. Lam and Mr. Mak is entitled to a director’s fee of HK\$10,000 per month, together with reasonable out-of-pocket expenses necessarily and properly incurred in carrying out duties. Such remuneration is determined with reference to his/her responsibilities and the prevailing market conditions.

Save as disclosed herein, as at the date of this announcement: (i) each of Ms. Ang, Mr. Lam and Mr. Mak has not held any other positions with the Company and its subsidiaries; (ii) each of Ms. Ang, Mr. Lam and Mr. Mak has not held any other directorship in any listed public companies within the last three years; (iii) each of Ms. Ang, Mr. Lam and Mr. Mak is not connected to any directors, senior management, substantial shareholder or controlling shareholder (as defined in the Listing Rules) of the Company; and (iv) each of Ms. Ang, Mr. Lam and Mr. Mak does not have any interests in the shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, there is no information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Ms. Ang, Mr. Lam and Mr. Mak that need to be brought to the attention of the shareholders of the Company.

Each of Ms. Ang, Mr. Lam and Mr. Mak is considered independent and satisfies all the independence criteria under Rule 3.13 of the Listing Rules.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Company further announces that, with effect from 16 September 2022:

- (1) Ms. Ang has been appointed as the chairwoman of the remuneration committee (the “**Remuneration Committee**”) of the Company, and a member of each of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company;
- (2) Mr. Lam has been appointed as the chairman of the Audit Committee of the Company, and a member of each of the Remuneration Committee and the Nomination Committee;
- (3) Mr. Mak has been appointed as the chairman of the Nomination Committee of the Company, and a member of each of the Remuneration Committee and the Audit Committee;
- (4) Mr. Wang Xiaodong ceases to be a member of the Audit Committee and the Remuneration Committee; and
- (5) Mr. Xiao Shu ceases to be a member of the Nomination Committee.

In light of the above, with effect from 16 September 2022, the composition of the Audit Committee, the Nomination Committee and the Remuneration Committee, respectively, will be as follows:

Audit Committee

The Audit Committee shall comprise Mr. Lam (as chairman), Ms. Ang and Mr. Mak.

Nomination Committee

The Nomination Committee shall comprise Mr. Mak (as chairman), Ms. Ang and Mr. Lam.

Remuneration Committee

The Remuneration Committee shall comprise Ms. Ang (as chairwoman), Mr. Lam and Mr. Mak.

COMPLIANCE WITH RULES 3.10(1), 3.10A AND RE-COMPLIANCE WITH 3.27A OF THE LISTING RULES AND PARTIAL FULFILMENT OF RESUMPTION GUIDANCE

As disclosed in the Company’s announcement dated 27 July 2022, the Company is required to fulfil the Resumption Guidance (as defined therein), including to:

- (i) demonstrate compliance with Rules 3.10(1) and 3.10A of the Listing Rules (i.e. to have at least three INEDs, who shall represent at least one-third of the board of directors (the “**Board**”)); and
- (ii) re-comply with Rule 3.27A of the Listing Rules (i.e. to have a nomination committee chaired by the chairman of the Board or an INED and comprising a majority of INEDs).

Following the appointments of Ms. Ang, Mr. Lam and Mr. Mak to the Board and the respective Board committees referred to in the above, the Company has fulfilled the requirements under Rules 3.10(1), 3.10A and 3.27A of the Listing Rules, and has also fulfilled items (iv) and (vi) of the Resumption Guidance.

The Company is continuing to take appropriate steps to fulfil the remainder of the Resumption Guidance and will keep its shareholders and the public informed of the latest developments by making further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange, which has been suspended with effect from 9:00 a.m. on 18 March 2021, remains suspended and will continue to be so until further notice.

The Company will keep the public informed by making further announcements as appropriate.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

For and on behalf of
Ozner Water International Holding Limited
(In Liquidation)
Lai Kar Yan (Derek)
Chan Man Hoi
Joint and Several Liquidators
acting as agents without personal liability

Hong Kong, 16 September 2022

At the date of this announcement, the Board comprises the following Directors:

Executive Directors:

Mr. Xiao Shu

Mr. Xie Jin Long

Non-executive Director:

Mr. Wang Xiaodong

Independent non-executive Directors:

Ms. Ang Mei Lee Mary

Mr. Lam Kwun Leung

Mr. Mak Tin Sang

The Liquidators jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.