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**Mulsanne Group Holding Limited**

**慕尚集團控股有限公司**

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

**(Stock code: 1817)**

## **CHANGE OF DIRECTORS AND COMPOSITION OF BOARD COMMITTEES**

The Board announces that:

1. Mr. LIN Lin resigned as a non-executive Director and a member of the remuneration committee of the Company with effect from 28 October 2022;
2. Mr. YUAN Tao resigned as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 28 October 2022;
3. Mr. TIAN Min has been appointed as a non-executive Director and a member of the remuneration committee of the Company with effect from 28 October 2022; and
4. Mr. LIAO Xiaoxin has been appointed as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 28 October 2022.

### **(1) CHANGE OF NON-EXECUTIVE DIRECTORS AND COMPOSITION OF REMUNERATION COMMITTEE**

#### **Resignation of Non-executive Director**

The board (the “**Board**”) of directors (the “**Directors**”) of Mulsanne Group Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. LIN Lin (“**Mr. LIN**”) has tendered his resignation as a non-executive Director and a member of the remuneration committee of the Company with effect from 28 October 2022 as he desires to devote more time to focus on his other work commitment which has heavy time requirement.

Mr. LIN confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its sincere gratitude to Mr. LIN for his valuable contributions to the Company during his tenure of services.

## Appointment of Non-executive Director

The Board is pleased to announce the appointment of Mr. TIAN Min (“**Mr. TIAN**”) as a non-executive Director and a member of the remuneration committee of the Company with effect from 28 October 2022.

Biographical details of Mr. TIAN are set out as follows:

**Mr. TIAN Min** (田旻), aged 37, is a director of the Shanghai office of Crescent Fund Management Pte. Ltd. (“**Crescent Point**”) and is primarily responsible for investment project negotiation, overall project evaluation and post-investment management. Crescent Point is an Asia focused private equity firm headquartered in Singapore and its affiliate, Crescent Glory Singapore Pte. Ltd., is a substantial shareholder of our Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Mr. TIAN has more than 10 years of experience in financial management and investment in consumer retail and e-commerce. Prior to joining Crescent Point, Mr. TIAN worked in the transaction service group of PricewaterhouseCoopers Consultants (Shenzhen) Limited, Shanghai branch, where he was mainly responsible for providing financial due diligence and post-investment management consultation services to companies and private equity funds in relation to merger and acquisition investments. Prior to that, Mr. TIAN also worked at KPMG Huazhen LLP and provided audit services.

Mr. TIAN obtained a bachelor’s degree in finance from Shanghai University of Finance and Economics (上海財經大學) in the People’s Republic of China (the “**PRC**”) in June 2008.

Mr. TIAN has entered into a letter of appointment with the Company for a term of three years with effect from 28 October 2022. He will not receive any remuneration according to the terms of his letter of appointment. Mr. TIAN will hold office only until the next following general meeting of the Company and shall be eligible for re-election at that meeting. He is subject to retirement by rotation and re-election at the annual general meetings of the Company at least once every three years in accordance with the articles of association of the Company and the Listing Rules.

Mr. TIAN has not held any directorship at any listed companies in the past three years. Save as disclosed above, Mr. TIAN does not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules) or hold any other position with the Company or any member of the Group.

As at the date of this announcement, Mr. TIAN does not have any interests in the shares of the Company which are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders in respect of the appointment of Mr. TIAN.

The Board would like to express its warmest welcome to Mr. TIAN as a new member of the Board.

## **(2) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION OF BOARD COMMITTEES**

### **Resignation of Independent Non-executive Director**

The Board wishes to further announce that Mr. YUAN Tao (“**Mr. YUAN**”) has tendered his resignation as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 28 October 2022 as he wishes to pursue other work endeavors.

Mr. YUAN confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of Stock Exchange and the Shareholders.

The Board would like to express its sincere gratitude to Mr. YUAN for his valuable contributions to the Company during his tenure of services.

### **Appointment of Independent Non-executive Director**

The Board is pleased to announce the appointment of Mr. LIAO Xiaoxin (“**Mr. LIAO**”) as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 28 October 2022.

Biographical details of Mr. LIAO are set out as follows:

**Mr. LIAO Xiaoxin** (廖小新), aged 42, is a partner in the Hong Kong office of Zhong Lun Law Firm LLP, a full service business law firm headquartered in the PRC. Mr. LIAO has been practicing as a lawyer for over 20 years and is currently admitted to practice in Hong Kong, England and Wales and the PRC. Prior to joining Zhong Lun law Firm LLP, Mr. LIAO has also practiced in other law firms in Hong Kong, London and Shenzhen. Mr. LIAO has extensive experiences on Hong Kong capital markets matters such as initial public offerings, bond offerings, public takeovers, privatizations and general compliance for listed companies. He also advises clients on cross-border mergers and acquisitions and private equity investments.

Mr. LIAO obtained a bachelor of Laws degree from Guangdong University of Foreign Studies (廣東外語外貿大學) in the PRC in June 2001, a master of Laws from King’s College London in the United Kingdom (the “**U.K.**”) in November 2007, a graduate diploma in law from The University of Law in the U.K. in August 2008 and subsequently completed the Legal Practice Course at BPP University Law School in the U.K. in May 2010. Mr. LIAO was admitted as a practicing lawyer in the PRC in July 2002, a solicitor in England and Wales in October 2012 and a solicitor in Hong Kong in May 2018.

Mr. LIAO has entered into a letter of appointment with the Company for a term of three years with effect from 28 October 2022. Mr. LIAO is entitled to a director’s fee of RMB300,000 per annum, which was determined by the Board with reference to the recommendation of the remuneration committee of the Company, market terms, the Company’s remuneration policy and the qualifications and the scope of responsibilities of Mr. LIAO.

Mr. LIAO will hold office only until the next following general meeting of the Company and shall be eligible for re-election at that meeting. He is subject to retirement by rotation and re-election at the annual general meetings of the Company at least once every three years in accordance with the articles of association of the Company and the Listing Rules.

Mr. LIAO has not held any directorship at any listed companies in the past three years. Save as disclosed above, Mr. LIAO does not have any other relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company (as defined in the Listing Rules) or hold any other position with the Company or any member of the Group.

As at the date of this announcement, Mr. LIAO does not have any interests in the shares of the Company which are required to be disclosed under Part XV of the SFO.

Save as disclosed above, there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders in respect of the appointment of Mr. LIAO.

The Board would like to express its warmest welcome to Mr. LIAO for joining the Board.

By Order of the Board  
**Mulsanne Group Holding Limited**  
**HUANG Hanji**  
*Chairman*

Hong Kong, 28 October 2022

*As at the date of this announcement, the Board comprises Mr. YU Yong as executive Director; Mr. HUANG Hanji, Mr. YANG Herong, Mr. CHEN Scott Yue, Mr. YOUNG Christopher and Mr. TIAN Min as non-executive Directors; and Mr. GU Jiong, Mr. Paolo BODO and Mr. LIAO Xiaoxin as independent non-executive Directors.*