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**TRULY®**

**TRULY INTERNATIONAL HOLDINGS LIMITED**

**信利國際有限公司**

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

**(Stock Code: 00732)**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND BOARD COMMITTEE MEMBER**

Mr. Ip Cho Ting, Spencer has resigned as an independent non-executive director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 25 March 2023.

Mr. Cheung Wai Yin, Wilson has been appointed as an independent non-executive director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 25 March 2023.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND BOARD  
COMMITTEE MEMBER**

The board of directors (the “**Board**”) of Truly International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), hereby announces that Mr. Ip Cho Ting, Spencer (“**Mr. Ip**”) has resigned as an independent non-executive director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 25 March 2023 in order to focus on his other personal commitments.

Mr. Ip confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation 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**”).

The Board would also like to take this opportunity to express its sincere gratitude to Mr. Ip for his valuable contributions to the Company during his tenure of office.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND BOARD COMMITTEE MEMBER**

The Board is pleased to announce that Mr. Cheung Wai Yin, Wilson (“**Mr. Cheung**”) has been appointed as an independent non-executive director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 25 March 2023.

The biographical details of Mr. Cheung are as follows:

**Mr. CHEUNG Wai Yin Wilson (張偉賢)**, age 51, has over 27 years of experience in the field of audit, business development, corporate finance and financial management. He is currently an executive director and was the chairman and CEO from 2012 to 2020 of Merdeka Financial Group Limited, a company listed on the Stock Exchange (stock code: 8163).

Mr. Cheung is a member of The Institute of Chartered Accountants in England and Wales, Hong Kong Institute of Certified Public Accounts and Hong Kong Securities and Investment Institute. He holds a Master of Science degree in Financial Engineering from City University of Hong Kong and Bachelor degrees in Arts and Administrative Studies from York University, Canada.

Mr. Cheung has entered into an appointment letter dated 25 March 2023 with the Company for an initial term until the next annual general meeting and shall be automatically renewed for another one year, terminable by either party by giving not less than one month’s notice in writing, and subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Under the appointment letter, Mr. Cheung is entitled to a director’s service fee HK\$180,000 per annum which is determined by the Board after taking into account the recommendation from the remuneration committee of the Board with reference to Mr. Cheung’s duties and responsibilities with the Company.

As at the date of this announcement, save as disclosed herein, Mr. Cheung has not held any directorship in other listed public companies in the last three years, has no relationship with any Directors, senior management or substantial or controlling Shareholders, has not taken any other major positions in the Group, and does not have any interest of short position in the shares, underlying shares or debentures of the Company or any of its association corporation which are required to be disclosed pursuant to Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Cheung has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Save as disclosed above, Mr. Cheung is not aware of any other matters in connection with his appointment that need to be brought to the attention of the shareholders of the Company and there is no information that should be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

By order of the Board  
**Truly International Holdings Limited**  
**Lam Wai Wah**  
*Chairman*

Hong Kong, 24 March 2023

*As at the date of this announcement, the Board comprises Mr. Lam Wai Wah, Mr. Wong Pong Chun, James, Mr. Dai Cheng Yun and Mr. Cheung Wing Cheung as executive directors; Mr. Song Bei Bei as a non-executive director; and Mr. Chung Kam Kwong, Mr. Ip Cho Ting, Spencer and Mr. Heung Kai Sing as independent non-executive directors.*