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富汇国际集团控股有限公司

Fullwealth International Group Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1034)

**(1) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD
COMMITTEES**

**(2) CHANGE OF COMPANY SECRETARY
AND**

(3) CHANGE OF TELEPHONE NUMBER AND FACSIMILE NUMBER

(1) CHANGE OF DIRECTORS AND COMPOSITION OF THE BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Fullwealth International Group Holdings Limited (the “**Company**”) hereby announces that with effect from 22 May 2023, Mr. Leung Gavin L. (“**Mr. Leung**”) has resigned as an independent non-executive director of the Company and has ceased to be the chairman of the audit committee of the Board (the “**Audit Committee**”); the member of each of the remuneration committee of the Board (the “**Remuneration Committee**”) and the nomination committee of the Board (the “**Nomination Committee**”) as he wants to devote more time on his personal and other business.

Mr. Leung has confirmed that there was no disagreement with the Board and there was no other matters regarding his resignation that would need to be brought to the attention to the shareholders of the Company (the “**Shareholders**”) and 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. Leung for his valuable contribution to the Company during his tenure of office.

The Board is pleased to announce that the following appointments all with effect from 22 May 2023:

1. Mr. Wang Tianzi (“**Mr. Wang**”) has been appointed as an executive Director; and
2. Mr. Cheng Wai Hei (“**Mr. Cheng**”) has been appointed as an independence non-executive Director and the chairman of Audit Committee; the member of each of the Remuneration Committee and the Nomination Committee.

Set out below are the biographical details of each of Mr. Wang and Mr. Cheng:

Mr. Wang Tianzi

Mr. Wang, aged 30, has been the vice president of Silverbricks Securities Company Limited since December 2021. Prior to that, Mr. Wang has accumulated over 7 years of experience in corporate finance and management. He worked in various companies including local and foreign banks, private equity funds in China and asset management companies and has gained extensive experience in investment and finance. Mr. Wang earned a bachelor’s degree in marketing from the Southwest University of Science and Technology in 2015. Mr. Wang was appointed as an independent non-executive director of Carry Wealth Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 643), for the period from 1 February 2023 to 22 May 2023.

The Company has entered into a service contract with Mr. Wang regarding his directorship for an initial term of three years. His appointment is subject to retirement by rotation and re-election pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the amended and restated articles of association of the Company (the “**Articles**”). Mr. Wang is entitled to a fixed monthly Director’s remuneration of HK\$30,000, which was determined by the Board with reference to the recommendations from the Remuneration Committee, after taking into account multiple factors, including his position and responsibilities within the Company, his qualification, experience and remuneration level of market peers.

Save as disclosed above, as at the date of this announcement, Mr. Wang (i) does not have any other interests in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance); (ii) does not hold any other position within the Company or its subsidiaries; (iii) does not have any other relationship with any Director, senior management, substantial shareholder or controlling shareholder; and (iv) did not hold any directorship in any public companies listed in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information subject to disclosure under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor are there other matters relating to the appointment of Mr. Wang that need to be brought to the attention of the Shareholders.

Mr. Cheng Wai Hei

Mr. Cheng, aged 42, Mr. Cheng obtained his Bachelor's degree of arts in accounting and finance from the Leeds Metropolitan University (currently known as Leeds Beckett University) in the United Kingdom in May 2005. He obtained his Master's degree of business administration from The Hong Kong Polytechnic University in September 2017. He has been a fellow of the Association of Chartered Certified Accountants since October 2011. He was admitted to Graduateship of The Institute of Chartered Secretaries and Administrators (currently known as The Chartered Governance Institute) in February 2013 and has been an associate of The Hong Kong Institute of Chartered Secretaries (currently known as The Hong Kong Chartered Governance Institute) since May 2013.

Mr. Cheng has over 15 years of audit, financial management and company secretarial experience. He joined Shu Lun Pan Horwath Hong Kong CPA Limited as a semi-senior in the audit and assurance division in October 2006, and was transferred to BDO Limited due to a corporate merger in May 2009 with his last position as a senior associate in July 2010. He joined Inno-Tech Holdings Limited, a company listed on GEM of the Stock Exchange (stock code: 8202), as a financial manager in July 2010 and was promoted to a financial controller. He also acted as the company secretary of Inno-Tech Holdings Limited from May 2013 to August 2014 and from July 2015 to November 2015. He joined Win Win Way Construction Holdings Ltd. (currently known as CT Vision S.L. (International) Holdings Limited), a company listed on the Main Board of the Stock Exchange (stock code: 994), as chief financial officer in November 2015 and also acted as its company secretary since May 2016, where he was responsible for the financial and secretarial matters of the company until July 2019. He acted as the company secretary of Chi Kan Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 9913), from August 2020 to November 2021, where he was responsible for the secretarial matters of the company. He joined Zhicheng Technology Group Ltd. (currently known as Min Fu International Holding Limited), a company listed on GEM of the Stock Exchange (stock code: 8511), as financial controller in December 2021 and also acted as company secretary since January 2022, where he was responsible for the financial and secretarial matters of the company. Mr. Cheng was appointed as an independent non-executive director of Carry Wealth Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 643), on 1 February 2023 and an independent non-executive director of TOMO Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 6928), on 17 May 2023.

The Company has entered into a letter of appointment with Mr. Cheng regarding his directorship for an initial term of three years. His appointment is subject to retirement by rotation and re-election pursuant to the Listing Rules and the Articles. Mr. Cheng is entitled to a fixed monthly Director's remuneration of HK\$10,000, which was determined by the Board with reference to the recommendations from the Remuneration Committee, after taking into account multiple factors, including his position and responsibilities within the Company, his qualification, experience and remuneration level of market peers.

Save as disclosed above, as at the date of this announcement, Mr. Cheng (i) does not have any other interests in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance); (ii) does not hold any other position within the Company or its subsidiaries; (iii) does not have any other relationship with any Director, senior management, substantial shareholder or controlling shareholder; and (iv) did not hold any directorship in any public companies listed in Hong Kong or overseas in the past three years. Save as disclosed above, there is no other information subject to disclosure under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there other matters relating to the appointment of Mr. Cheng that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its warmest welcome to Mr. Wang and Mr. Cheng for joining the Board.

(2) CHANGE OF COMPANY SECRETARY

The Board hereby announces that Mr. Tam Ying Wi (“**Mr. Tam**”) has resigned as the company secretary and finance manager of the Company with effect from 16 May 2023 and 22 May 2023, respectively.

The Board is pleased to announce that, with effect from 16 May 2023, Ms. Lam Wai (“**Ms. Lam**”) has been appointed as the company secretary of the Company.

Ms. Lam is a partner of HANS. From June 2014 to December 2015 and from July 2016 to December 2021 respectively, she worked as a lawyer at Hastings & Co. with the last position as senior associate. Ms. Lam obtained a Bachelor’s degree in Social Sciences from the University of Hong Kong in 2005 and a Bachelor’s degree in Law (Honours) from the University of London in 2009. She was admitted as a solicitor of the High Court of Hong Kong in 2014 and is currently a member of the Law Society of Hong Kong. Ms. Lam obtained her Lawyer’s Licence (Guangdong-Hong Kong-Macao Greater Bay Area) issued by the Department of Justice of the Guangdong Province in January 2023.

The Board would like to take this opportunity to welcome Ms. Lam on her new appointment.

(3) CHANGE OF TELEPHONE NUMBER AND FACSIMILE NUMBER

With effect from 22 May 2023, the telephone number and the facsimile number of the Company have been changed to (852) 2180 0001 and (852) 2122 9773 respectively. The website of the Company remains unchanged.

By order of the Board
Fullwealth International Group Holdings Limited
Liu Xinyi
Executive Director

Hong Kong, 22 May 2023

As at the date of this announcement, the Board comprises:

Executive Directors: Ms. Liu Xinyi (*Chief Executive Officer*)
Mr. Wang Tianzi

Non-executive Director: Ms. Ma Xiaoqiu (*Chairlady*)

Independent non-executive Directors: Mr. Chen Wen
Mr. Peng Peng
Mr. Cheng Wai Hei