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TIAN CHENG HOLDINGS LIMITED
天成控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2110)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Tian Cheng Holdings Limited (the “**Company**”) hereby announces that Mr. Zhang Wenyong (“**Mr. Zhang**”) has resigned as the independent non-executive Director and a member of the Audit Committee, the Remuneration Committee and chairman of the Nomination Committee of the Company with effect from 19 October 2023 (the “**Resignation**”) in order to devote more time for other business commitments.

Mr. Zhang has confirmed that he did not have any disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its gratitude to Mr. Zhang for his valuable contributions to the Group during his tenure of office.

After the Resignation, the total number of the independent non-executive Directors of the Company has been reduced to two, which represent less than one-third of the Board as required under Rule 3.10A the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and also less than three independent non-executive Directors as required under Rule 3.10 of the Listing Rules. Following the Resignation, the number of members of the Audit Committee, Remuneration Committee and Nomination Committee of the Board would also be reduced to two and fall below the minimum number required under Rule 3.21 of the Listing Rules and the respective terms of reference of the Audit Committee, Remuneration Committee and Nomination Committee.

The Board will commence a process to identify replacement so as to fulfil the requirements as set out in Rules 3.10, 3.10A and 3.21 of the Listing Rules, and in the respective terms of reference of the Audit Committee, Remuneration Committee and Nomination Committee as regards the minimum number of members.

By order of the Board
Tian Cheng Holdings Limited
Zheng Yanling
Chairman and Executive Director

Hong Kong, 19 October 2023

As at the date of this announcement, the Board comprises eight Directors, namely Ms. Zheng Yanling, Mr. Heung Yue Wing, Mr. Ouyang Jianwen, Mr. Luo Hao, Mr. Wong Yuk and Mr. Zhao Dongquan as executive Directors; and Mr. Luo Sheng and Mr. Wan San Fai Vincent as independent non-executive Directors.