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## **Golden Century International Holdings Group Limited**

**金禧國際控股集團有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 91)**

### **(1) RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR; AND (2) NON-COMPLIANCE OF THE LISTING RULES**

#### **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Golden Century International Holdings Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Lai Kin Keung (“**Mr. Lai**”) has tendered his resignation as an independent non-executive Director, the chairman of the nomination committee, and a member of each of the remuneration committee and audit committee of the Company with effect from 8 March 2024 (the “**Resignation**”).

Mr. Lai confirmed to the Company that his resignation was due to his intention to devote more time to other business engagements. Mr. Lai confirmed to the Company that he has no disagreement with the Board and there is no matter relating to his resignation that needs 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 like to take this opportunity to express its sincere gratitude to Mr. Lai for his contribution to the Group during his tenure of service with the Company.

## **NON-COMPLIANCE OF THE LISTING RULES**

After the resignation of Mr. Lai, no independent non-executive Director has been appointed in place of Mr. Lai, (i) the Board does not have at least three independent non-executive Directors as required under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) the audit committee of the Board (the “**Audit Committee**”) fell below the minimum number as required under Rule 3.21 of the Listing Rules; (iii) the composition of the nomination committee of the Board (the “**Nomination Committee**”) would not meet the requirements under Rule 3.27A of the Listing Rules; and (iv) the number of members of each of the Audit Committee, the Nomination Committee and remuneration committee of the Board (the “**Remuneration Committee**”) fell below the minimum number as required under the respective terms of reference of the Audit Committee, Nomination Committee and Remuneration Committee.

The Company considers that the failure to meet the requirements of Rules 3.10(1), 3.21 and 3.27A of the Listing Rules are temporary in nature, and is in the process of identifying suitable candidate(s) to fill the vacancy and will endeavor to appoint suitable candidate(s) so as to fulfill the minimum requirements under Rules 3.10(1), 3.21 and 3.27A of the Listing Rules within three months from 8 March 2024. The Company will make further announcement(s) in relation to such appointment(s) as and when appropriate in accordance with Listing Rules.

By order of the Board  
**Golden Century International Holdings Group Limited**  
**Wong Man Keung**  
*Executive Director*

Hong Kong, 8 March 2024

*As at the date of this announcement, the executive Directors are Mr. Wong Man Keung and Ms. Lee Nga Ching, and the independent non-executive Directors are Mr. Wong Man Hung Patrick and Mr. Siu Kin Wai.*