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# 寶新置地集團有限公司 GLORY SUN LAND GROUP LIMITED

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

**(Stock Code: 299)**

## CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that (i) the resignation of Ms. He and Dr. Tang as INEDs and (ii) the appointment of Ms. Tan and Mr. Huang as INEDs, will both become effective from 15 July 2024.

### RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Glory Sun Land Group Limited (the “**Company**”) announces that:

- (i) Ms. He Suying (“**Ms. He**”) has tendered her resignation as the independent non-executive Director of the Company (the “**INED**”), the chairlady of the salary review committee of the Company (the “**Salary Review Committee**”) and the member of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”) which will become effective from 15 July 2024 for devoting more time to pursue her other business commitments and engagements; and
- (ii) Dr. Tang Lai Wah (“**Dr. Tang**”) has tendered her resignation as the INED and the member of each of the Audit Committee and the Salary Review Committee which will become effective from 15 July 2024 as she has other personal commitments that require more of her time and dedication.

Both Ms. He and Dr. Tang have confirmed that they have no disagreement with the Board and there are no other matters relating to their respective resignation that need 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 Ms. He and Dr. Tang for their valuable efforts and contributions to the Company during their tenure of office.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Following the resignation of Ms. He and Dr. Tang as INEDs, the Board is pleased to announce that:

- (i) Ms. Tan Xinyan (談昕嫣) (“**Ms. Tan**”) will be appointed as an INED, the chairlady of the Salary Review Committee and a member of each of the Audit Committee and the Nomination Committee, with effect from 15 July 2024; and
- (ii) Mr. Huang Shubo (黃樹波) (“**Mr. Huang**”) will be appointed as an INED and a member of each of the Audit Committee and the Salary Review Committee, with effect from 15 July 2024.

The biographical details of Ms. Tan and Mr. Huang are set out as follows:

### **Ms. Tan**

Ms. Tan, aged 33, holds a Bachelor of Science (Finance) degree from Oregon State University (2013) and a Master of Science degree in Hospitality Management from New York University (2016). From 2017 to 2022, Ms. Tan served as the Business Assistant to the Chairman and Head of Financing at Shenzhen Huangting Group. During her tenure, she successfully led financing negotiations with various financial institutions. Ms. Tan managed complex transaction structures of the listed companies group, and oversaw property mortgages and equity pledges, and also played a crucial role in business negotiations, maintaining key client relationships, and fostering long-term collaborations with external partners.

Ms. Tan has signed an appointment letter with the Company for an initial term of three (3) years commencing from 15 July 2024, unless and until terminated by either party by serving not less than one-month’s written notice. Ms. Tan shall hold office only until the first annual general meeting of the Company after her appointment and shall then be eligible for re-election at that meeting, and thereafter subject to retirement by rotation at least once every three years at each annual general meeting, in accordance with the Articles of Association. Ms. Tan is entitled to HK\$10,000 as Director’s remuneration monthly. Furthermore, Ms. Tan will be entitled to a discretionary bonus, which shall be determined at the absolute discretion of the Board. Save as disclosed herein, there is no other service contract signed between Ms. Tan and the Company. The remuneration of Ms. Tan was determined by the Board and has been reviewed by the Salary Review Committee with reference to her qualification and experience, her duties and responsibilities with the Company, the Company’s performance and the prevailing market situation. The remuneration of Ms. Tan is subject to review by the Board from time to time pursuant to the power conferred on it in the annual general meeting of the Company.

As at the date of this announcement, Ms. Tan is not deemed to have and does not have any interests in the shares or underlying shares of the Company or any of its associate corporations pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“SFO”) and has met the independence guidelines as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”). Saved as disclosed above, Ms. Tan confirms that (i) she does not have any other relationship with any Director, senior management, or other substantial or controlling shareholder (as defined in the Listing Rules) of the Company; (ii) she does not hold any position with the Company and other members of the Group; (iii) she does not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) she does not have any other major appointments and professional qualifications.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters relating to the appointment of Ms. Tan that need to be brought to the attention of the Shareholders.

### **Mr. Huang**

Mr. Huang, aged 44, holds a Bachelor’s degree of Laws and a Master’s degree of Arts (Research) (Chinese Studies) from The University of Sydney in Australia in 2006 and 2007 respectively. Mr. Huang has been admitted to practise as a lawyer in both Australia and New Zealand, and he is also a public notary in Australia. Mr. Huang is the founder and a director of a Sydney law firm L’Orient Legal, which was established in 2012. Prior to that, he has worked at Elliot Lawyers Sydney as a litigation lawyer, appearing in the Supreme Court of New South Wales and the Federal Court of Australia in matters relating to corporate law, resulting and constructive trusts, intellectual properties and wills and estate. As a seasoned professional lawyer, Mr. Huang possess a profound knowledge and solid experiences in the field of corporate law, tax laws and visa refusal appeals. He acted for investors and minority shareholders in leading cases involving unconscionable conduct and breach of fiduciary duties. On daily basis, Mr. Huang also provides advice to investors and real property developers on dutiable transactions for stamp duty and landholder duty, land tax liabilities and exemptions, capital gains tax and GST and the margin scheme.

Mr. Huang has signed an appointment letter with the Company for an initial term of three (3) years commencing from 15 July 2024, unless and until terminated by either party by serving not less than one-month’s written notice. Mr. Huang shall hold office only until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election at that meeting, and thereafter subject to retirement by rotation at least once every three years at each annual general meeting, in accordance with the Articles of Association. Mr. Huang is entitled to HK\$10,000 as Director’s remuneration monthly. Furthermore, Mr. Huang will be entitled to a discretionary bonus, which shall be determined at the absolute discretion of the Board. Save as disclosed herein, there is no other service contract signed between Mr. Huang and the Company. The remuneration of Mr. Huang was determined by the Board and has been reviewed by the Salary Review Committee with reference to his qualification and experience, his duties and responsibilities with the Company, the

Company's performance and the prevailing market situation. The remuneration of Mr. Huang is subject to review by the Board from time to time pursuant to the power conferred on it in the annual general meeting of the Company.

As at the date of this announcement, Mr. Huang is not deemed to have and does not have any interests in the shares or underlying shares of the Company or any of its associate corporations pursuant to Part XV of the SFO and has met the independence guidelines as set out in Rule 3.13 of the Listing Rules. Saved as disclosed above, Mr. Huang confirms that (i) he does not have any other relationship with any Director, senior management, or other substantial or controlling shareholder (as defined in the Listing Rules) of the Company; (ii) he does not hold any position with the Company and other members of the Group; (iii) he does not hold any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) he does not have any other major appointments and professional qualifications.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Huang that need to be brought to the attention of the Shareholders.

The Board would like to welcome both Ms. Tan and Mr. Huang to the Board.

#### **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Following the resignation of Ms. He and Dr. Tang as well as the appointment of Ms. Tan and Mr. Huang with effect from 15 July 2024, the composition of the following board committees shall be changed as follow:

- (i) Audit Committee of the Board: Ms. He and Dr. Tang shall cease to be members where Ms. Tan and Mr. Huang shall become members in place of Ms. He and Dr. Tang;
- (ii) Nomination committee of the Board: Ms. He shall cease to be a member where Ms. Tan shall become a member in place of Ms. He; and

- (iii) Salary Review Committee of the Board: Ms. He shall cease to be the chairlady and Dr. Tang shall cease to be a member where Ms. Tan shall become the chairlady in place of Ms. He and Mr. Huang shall become a member in place of Dr. Tang respectively.

By Order of the Board of  
**Glory Sun Land Group Limited**  
**Fong Ching Kong**  
*Executive Director and Company Secretary*

Hong Kong, 12 July 2024

*As at the date of this announcement, the Company's executive directors are Mr. John Edward Hunt and Mr. Fong Ching Kong; the non-executive director is Ms. Zhan Yushan; and the independent non-executive directors are Ms. He Suying, Dr. Tang Lai Wah and Mr. Shi Fazhen.*