

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



S&P INTERNATIONAL HOLDING LIMITED

椰豐集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1695)

**REDESIGNATION OF CHAIRMAN AND DIRECTORS
AND
CHANGE IN COMPOSITION OF NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of S&P International Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following changes with effect from 29 August 2024:

- (1) Mr. Tang Koon Fook has relinquished his role as chairman of the Board and chairman of the nomination committee (“**NC**”) of the Company and will continue to serve the Board as an executive director (“**ED**”), a member of the NC and remuneration committee (“**RC**”) of the Company. He has been redesignated as managing director (“**MD**”) of the Company;
- (2) Mr. Lee Sieng Poon has relinquished his role as MD of the Company and will continue to serve the Board as an ED; and
- (3) Dato’ Mohd Ibrahim Bin Mohd Nor, currently an independent non-executive director (“**INED**”) of the Company, has been appointed as the chairman of the Board, chairman of the NC and will remain as a member of each audit committee (“**AC**”) and RC of the Company.

Mr. Tang Koon Fook

Mr. Tang Koon Fook (“**Mr. Tang**”), has relinquished his role as chairman of the Board and chairman of the NC of the Company and will continue to serve the Board as an ED, a member of the NC and RC of the Company. He has been redesignated as MD of the Company to focus on the Group’s business expansion strategies.

Mr. Tang, aged 61, was appointed as an ED and chairman of the Board, chairman of the NC and a member of the RC on 22 March 2017. Mr. Tang received a master's degree of business administration (banking and finance) from the University of Hull, England in July 1991. He is the sole director of TYJ Holdings Limited ("**TYJ**"), a controlling shareholder of the Company.

Mr. Tang has entered into a service contract with the Company for a period of three years commencing from 8 June 2017. His service contract has been approved by the Board for renewal on 8 June 2020 and 8 June 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Under the current service contract, Mr. Tang is receiving a fee of HK\$102,000 per annum for his directorship in the Company, which was determined by reference to his duties and responsibilities with the Company as well as the prevailing market condition.

As at the date of this announcement, Mr. Tang is interested in 567,000,000 Shares, representing 52.5% of the issued Shares, through TYJ within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**").

Save as disclosed, Mr. Tang has not held any directorships in any other listed public companies during the past three years. Mr. Tang does not have any relationship with any other director, senior management or substantial shareholder of the Company. Mr. Tang also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and there are no other matters relating to his redesignation that need to be brought to the attention of the shareholders of the Company.

Mr. Lee Sieng Poon

Mr. Lee Sieng Poon ("**Mr. Lee**"), has relinquished his role as the MD of the Company and will continue to serve the Board as an ED.

Mr. Lee, aged 65, was appointed as an ED, MD and chairman of sanctions oversight committee on 22 March 2017. Mr. Lee studied in Sandford Park High School, Ireland until 1978. He is the sole director of Trinity Holdings Limited ("**Trinity**"), a substantial shareholder of the Company.

Mr. Lee has entered into a service contract with the Company for a period of three years commencing from 8 June 2017. His service contract has been approved by the Board for renewal on 8 June 2020 and 8 June 2023, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Under the current service contract, Mr. Lee is receiving a fee of HK\$36,000 per annum for his directorship in the Company, which was determined by reference to his duties and responsibilities with the Company as well as the prevailing market condition.

As at the date of this announcement, Mr. Lee is interested in 243,000,000 Shares, representing 22.5% of the issued Shares, through Trinity within the meaning of Part XV of the SFO.

Save as disclosed, Mr. Lee has not held any directorships in any other listed public companies during the past three years. Mr. Lee does not have any relationship with any other director, senior management or substantial shareholder of the Company. Mr. Lee also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules and there are no other matters relating to his redesignation that need to be brought to the attention of the shareholders of the Company.

Dato' Mohd Ibrahim Bin Mohd Nor

Dato' Mohd Ibrahim Bin Mohd Nor ("**Dato'**"), currently an INED of the Company, has been appointed as the chairman of the Board and chairman of the NC to comply with code provision C.2.1 of the CG Code, which stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. He will remain as member of each AC and RC.

Dato', aged 65, was appointed as an INED and a member of each AC, NC and RC on 24 May 2022. He obtained a master's degree in business administration from the Drake University in the United States of America (the "**USA**") in 1983 and a bachelor of arts degree in mathematics from the Knox College in the USA in 1981. Dato' is also an INED of Kim Teck Cheong Consolidated Berhad, a company listed on the Bursa Malaysia Securities Berhad since December 2018.

Dato' has entered into a service contract with the Company for a period of three years from 24 May 2022, subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Dato' is receiving a fee of HK\$96,000 per annum for his directorship in the Company, which was determined by reference to his duties and responsibilities with the Company as well as the prevailing market condition.

As at the date of this announcement, Dato' does not have any interest in the Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed, Dato' has not held any directorships in any other listed public companies during the past three years. Dato' does not have any relationship with any other director, senior management or substantial shareholder of the Company. Dato' also confirmed that there is no disagreement with the Board and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) sub-paragraphs (h) to (v) of the Listing Rules nor are there any other matters relating to his redesignation that need to be brought to the attention of the shareholders of the Company.

CHANGE IN COMPOSITION OF NOMINATION COMMITTEE

As a result of the redesignation of the Directors, the NC comprises the following members:

Dato' Mohd Ibrahim Bin Mohd Nor (Chairman)

Mr. Tang Koon Fook

Mr. Eng Hup Tat

By Order of the Board
S&P International Holding Limited
Dato' Mohd Ibrahim Bin Mohd Nor
Chairman and Independent Non-Executive Director

Hong Kong, 29 August 2024

As at the date of this announcement, the Board comprises seven Directors, including four executive Directors, namely Mr. Tang Koon Fook, Mr. Lee Sieng Poon, Mr. Yap Boon Teong and Ms. Wong Yuen Lee; and three INEDs, namely Mr. Lee King Fui, Dato' Mohd Ibrahim Bin Mohd Nor (Chairman) and Mr. Eng Hup Tat.