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Datang Group Holdings Limited 大唐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2117)

- (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
(2) RESIGNATION OF COMPANY SECRETARY, AUTHORISED
REPRESENTATIVE AND PROCESS AGENT;
AND
(3) NON-COMPLIANCE WITH THE LISTING RULES REQUIREMENTS**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Datang Group Holdings Limited (the “**Company**”) announces that (1) Mr. CHANG Eric Jackson (“**Mr. Chang**”) has tendered his resignation as an independent non-executive Director, the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 19 September 2024 due to his other business commitments; and (2) Ms. XIN Zhu (“**Ms. Xin**”) has tendered her resignation as an independent non-executive Director, the chairman of the Remuneration committee and a member of each the Audit Committee and the nomination committee of the Company (the “**Nomination Committee**”) with effect from 19 September 2024 in order to be more focused on her other job engagements.

Mr. Chang and Ms. Xin have confirmed that they have no disagreements with the Board and that there are no other matters in relation to their resignations of the above positions that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Chang and Ms. Xin for their valuable contributions to the Board during their tenure of service as independent non-executive Directors.

RESIGNATION OF COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board further announces that Mr. CHAN Chi Keung (“**Mr. Chan**”) has resigned as the company secretary (the “**Company Secretary**”) of the Company, the authorised representative (the “**Authorised Representative**”) of the Company under Rule 3.05 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on the Stock Exchange, the authorised representative in Hong Kong of the Company for the purpose of Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the authorised person of the Company to accept service of process and notice in Hong Kong under Rule 19.05(2) of the Listing Rules (the “**Process Agent**”) with effect from 19 September 2024 to devote his time to other business.

Mr. Chan has confirmed that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Chan for his valuable contributions to the Company during his tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES REQUIREMENTS

Following the resignation of Mr. Chang and Ms. Xin, the Board comprises three executive Directors and one independent non-executive Director and hence the number of independent non-executive Directors has fallen below the minimum number as required under Rules 3.10(1) and 3.10A of the Listing Rules.

Following the resignation of Mr. Chang and Ms. Xin, the composition of the Audit Committee is below the minimum of three members, has no independent non-executive Director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules and is not chaired by an independent non-executive Director as required under Rule 3.21 of the Listing Rules.

Following the resignation of Mr. Chang and Ms. Xin, the Remuneration Committee is not comprised by a majority of independent non-executive Directors and is not chaired by an independent non-executive Director as required under Rule 3.25 of the Listing Rules.

Following the resignation of Mr. Chang and Ms. Xin, the Nomination Committee is not comprised by a majority of independent non-executive Directors as required under Rule 3.27A of the Listing Rules.

Following the resignation of Ms. Xin, the Company has a single gender board which does not meet the diversity requirement under Rule 13.92 of the Listing Rules.

The Board is in the process of identifying suitable candidates to fill the vacancies of independent non-executive Directors, the chairman and members of each of the Audit Committee and Remuneration Committee and a member of the Nomination Committee, and will use its best endeavours to ensure that suitable candidates are appointed as soon as practicable and, in any event, within three months pursuant to Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Board will also use its best endeavours to identify a suitable female candidate for appointment as Director within three months from the date of this

announcement in order to ensure compliance with Rule 13.92 of the Listing Rules.

Following the resignation of Mr. Chan as the Company Secretary, Authorised Representative and Process Agent, the Company will not be able to meet the requirements under Rules 3.28 and 19.05(2) of the Listing Rules and the requirement that a listed issuer should appoint two Authorised Representatives pursuant to Rule 3.05 of the Listing Rules. The Board will make its best endeavours to identify an appropriate person for appointment as Company Secretary, Authorised Representative and Process Agent as soon as practicable in accordance with the requirements under Rules 3.05, 3.28 and 19.05(2) of the Listing Rules.

The Company will make further announcement(s) as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, the trading in the securities of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 21 March 2023. Trading in the securities of the Company will remain suspended pending fulfillment of the resumption guidance set out by the Stock Exchange and any supplement or modification thereto.

Holders of securities of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Datang Group Holdings Limited
WU Di
Chairman

Hong Kong, 19 September 2024

As at the date of this announcement, the executive directors of the Company are Mr. WU Di, Mr. HAO Shengchun, and Mr. TANG Guozhong, and the independent non-executive director of the Company is Mr. LOK Chiu Chan.