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HENGDELI HOLDINGS LIMITED

亨得利控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3389)

- (1) RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD;**
- (2) APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD; AND**
- (3) CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Hengdeli Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Zhang Yuping (“**Mr. Zhang**”) has resigned as (i) an executive Director of the Company; (ii) the chairman of the Board; (iii) the chairman of the nomination committee (“**Nomination Committee**”) and a member of the remuneration committee (“**Remuneration Committee**”) of the Board with effect from 6 December 2024 due to his needs to devote more time to his other business commitments.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no matter regarding his resignation that needs to be brought to the shareholders of the Company and the Stock Exchange.

The Board wishes to express its sincere gratitude to Mr. Zhang for his valuable contributions to the Company during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN OF THE BOARD

The Board is pleased to announce that Mr. Cheung Wing Lun Tony (“**Mr. Cheung**”) has been appointed as an executive Director and the chairman of the Board with effect from 6 December 2024.

Mr. Cheung, aged 35, is the chief executive officer and the president of high-end consuming accessories business of the Group. He graduated from Western Sydney University in Australia with a Bachelor's Degree in Applied Finance and Management Accounting. Mr Cheung joined the Group in 2012, and successively served as assistant to president of high-end consuming accessories business, assistant to executive director and executive vice president of high-end consuming accessories business of the Group. Mr. Cheung is the son of Mr. Zhang. Since 2019, Mr. Cheung had also been appointed as a director of various subsidiaries of the Company.

As at the date of this announcement, as advised by Mr. Cheung, Mr. Cheung is interested or deemed to be interested in 1,365,245,877 shares of the Company 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 above, as advised by Mr. Cheung, he does not have any interests in the shares of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, as at the date of this announcement, Mr. Cheung (i) does not hold any other position within the Company or its subsidiaries; (ii) does not have any other relationship with any Director, senior management, substantial shareholder or controlling shareholder; and (iv) did not hold any directorship in any public companies listed in Hong Kong or overseas in the past three years.

Mr. Cheung has entered into an appointment letter with the Company for an initial term of three years commencing on 6 December 2024. His directorship is subject to retirement by rotation and re-election in accordance with the Listing Rules and the articles of association of the Company. Accordingly, he will hold office until the next annual general meeting of the Company, at which time he will be eligible for re-election. Mr. Cheung will be entitled to an annual director's fee of HKD180,000, which is determined by the Board by reference to his experience, duties and responsibilities, the Company's current standards for emolument, the prevailing market conditions and the recommendation from the Remuneration Committee of the Company. Mr. Cheung is also entitled to an annual salary of HK\$2,976,000 as chief executive officer of the Group.

Save as disclosed above, there is no other information subject to disclosure under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter in relation to the appointment of Mr. Cheung that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Cheung to the Board.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

Subsequent to the resignation of Mr. Zhang, Mr. Cheung has been appointed as the chairman of the Nomination Committee and a member of the Remuneration Committee of the Board with effect from 6 December 2024.

By Order of the Board
HENGDELI HOLDINGS LIMITED
Cheung Wing Lun Tony
Chairman

Hong Kong, 6 December 2024

As at the date of this announcement, the executive directors of the Company are Mr. Cheung Wing Lun Tony (Chairman), Mr. Huang Yonghua and Mr. Lee Shu Chung, Stan; the non-executive director is Mr. Shi Zhongyang; and the independent non-executive directors are Mr. Cai Jianmin, Mr. Liu Xueling and Ms. Qian Weiqing.