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森美(集團)控股有限公司
Summi (Group) Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 00756)

**APPOINTMENT AND RESIGNATION OF INDEPENDENT
NON-EXECUTIVE DIRECTORS
AND
CHANGE IN COMPOSITION OF THE BOARD COMMITTEE**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Summi (Group) Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Zhuang Weidong and Zhuang Xueyuan have tendered their resignation as an independent non-executive Director of the Company with effect from 9 April 2019 due to the need to focus on their other businesses.

Mr. Zhuang Weidong and Zhuang Xueyuan have confirmed that (i) they have no claim against the Company in respect of his resignation; (ii) they have no disagreement with the Board; and (iii) there is no matter in relation to their resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Zhuang Weidong and Zhuang Xueyuan for their contributions towards the Company during their tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF MEMBERS OF THE AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Ma Chi Kin (“**Mr. Ma**”) and Mr. Chen Ying (“**Mr. Chen**”) have been appointed as an independent non-executive Directors, with effect from 9 April 2019.

The biographical details of Mr. Ma are as follows:

Mr. Ma, aged 33, is a Director of Moore Stephens Transaction Services Limited, a company under the umbrella of Moore Stephens accounting network, and an Executive Director of the New Territories General Chamber of Commerce.

Mr. Ma has over 10 years of experience in the fields of valuation in different businesses and transaction support such as financial due diligence including experience with merger and acquisition for listed companies. Mr. Ma joined Moore Stephens in February 2018 and he ran his consultancy firm prior to that. He is responsible for providing independent professional valuation and financial due diligence advice to clients and managing daily operations of the company.

Mr. Ma obtained a degree of Bachelor of Information Engineering from the Chinese University of Hong Kong in 2007. He is now a part-time post-graduate student in Equine Science of the University of Edinburgh. He became a Chartered Financial Analyst in 2011, Chartered Alternative Investment Analyst in 2014 and Registered Valuer of the Royal Institute of Chartered Surveyors in 2017 respectively.

Save as disclosed above, Mr. Ma does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Ma does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Ma does not have or is not deemed to have any interests or short positions in any shares or underlying shares in or any debentures (as defined under Part XV of the Securities and Futures Ordinance) of the Company.

Mr. Ma has entered into a director’s service agreement with the Company for a term of two year commencing on 9 April 2019 subject to rotation and re-election at annual general meeting of the Company in accordance with the articles of association of the Company. The director’s remuneration of Mr. Ma is HK\$120,000 per annum which is determined with reference to his duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to paragraphs 13.51(2) of the Listing Rules on the Stock Exchange.

Mr. Ma has replaced Mr. Zhuang Xueyuan as the chairman of the audit committee of the Company and replaced Mr. Zhuang Weidong as the member of the nomination committee and member of the remuneration committee of the Company with effect from 9 April 2019.

The biographical details of Mr. Chen are as follows:

Mr. Chen, aged 50, is the President of Shanghai Hanwo Assets Company Limited (上海漢沃資產有限公司) and Shanghai Lixi Financial Information Services Company Limited (上海力兮金融信息服務有限公司). Mr. Chen has over 20 years of experience in securities investments, corporate financing and property development industry.

Mr. Chen graduated from Zhejiang Jingji Guanli Zhigong University (浙江經濟管理職工大學) in 1991 and Hubei University of Economics 湖北經濟學院 in 2011. Mr. Chen further pursued his studies and obtained a degree of Master of Business Administration from Madonna University in 2005 and a degree of Master of Business Administration from Shanghai Donghua University (上海東華大學) in 2016.

Save as disclosed above, Mr. Chen does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Chen does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Chen does not have or is not deemed to have any interests or short positions in any shares or underlying shares in or any debentures (as defined under Part XV of the Securities and Futures Ordinance) of the Company.

Mr. Chen has entered into a director's service agreement with the Company for a term of two year commencing on 9 April 2019 subject to rotation and re-election at annual general meeting of the Company in accordance with the articles of association of the Company. The director's remuneration of Mr. Chen is HK\$120,000 per annum which is determined with reference to his duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to paragraphs 13.51(2) of the Listing Rules on the Stock Exchange.

Mr. Chen has replaced Mr. Zhuang Weidong as the member of the audit committee of the Company and replaced Mr. Zhuang Xueyuan as the chairman of the remuneration committee of the Company with effect from 9 April 2019.

By Order of the Board
Summi (Group) Holdings Limited
Lee Kwok Lun
Company Secretary

Hong Kong, 9 April 2019

As at the date of this announcement, the Board comprises: Mr. Wu Shaohao, Mr. Wu Liantao, Mr. Sin Ke and Mr. San Kwan as executive Directors; Mr. Chen Ying, Mr. Ma Chi Kin and Mr. Kyaw Sai Hong as independent non-executive Directors.