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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)**

**CHANGE OF DIRECTORS**  
**AND**  
**CHANGE IN COMPOSITION OF BOARD COMMITTEES**  
**AND**  
**COMPLIANCE WITH LISTING RULES**

The Board announces that:

- (i) Mr. Tsang Ho Yin resigned as a non-executive Director with effect from 29 September 2022;
- (ii) Mr. Cheng King Yip resigned as an independent non-executive Director, chairman of Audit Committee, member of each of Nomination Committee and Investment and Compliance Committee with effect from 29 September 2022;
- (iii) Mr. Zhong Shuirong has been appointed as independent non-executive Director, the chairman of remuneration committee of the Company and a member of Audit Committee with effect from 30 September 2022; and
- (iv) Mr. Ma Yu-heng has been appointed as independent non-executive Director, chairman of Audit Committee, member of each of Nomination Committee and Investment and Compliance Committee with effect from 30 September 2022.

Following the appointment of Mr. Zhong and Mr. Ma, the Company has fully complied with the requirements as set out in Rules 3.10(1), Rules 3.21 and Rules 3.25 of the Listing Rules.

## **CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

### **Resignation of Directors**

The board (the “**Board**”) of directors (the “**Directors**”) of Summi (Group) Holdings Limited (the “**Company**”) announces that with effect from 29 September 2022, Mr. Tsang Ho Yin (“**Mr. Tsang**”) resigned as a non-executive Director due to his other work commitments and Mr. Cheng King Yip (“**Mr. Cheng**”) resigned as an independent non-executive Director, chairman of audit committee of the Company (the “**Audit Committee**”), member of each of nomination committee of the Company (the “**Nomination Committee**”) and investment and compliance committee of the Company (the “**Investment and Compliance Committee**”) due to heavy time requirement of his current business.

Each of Mr. Tsang and Mr. Cheng has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and/or the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its gratitude to Mr. Tsang and Mr. Cheng for their valuable efforts and contributions to the Company during their tenure of office.

### **Appointment of independent non-executive Directors**

The Board announces that Mr. Zhong Shuirong (“**Mr. Zhong**”) has been appointed as an independent non-executive Director, the chairman of remuneration committee of the Company and a member of Audit Committee with effect from 30 September 2022.

The biographical details of Mr. Zhong are set out as follows:

Mr. Zhong, aged 32, has over 8 years of experience in financial accounting and internal control consulting. He is currently working in a company engaging in food research and development, production and sales in mainland China and leading the financial accounting work in the financial department. Mr. Zhong obtained a Bachelor’s degree in Accounting from Fujian University of Technology in June 2014. In September 2019, he obtained the intermediate accounting professional qualification issued by the Ministry of Human Resources and Social Security and the Ministry of Finance of the People’s Republic of China.

Mr. Zhong entered into a letter of appointment for an initial term of two years from 30 September 2022 and is subject to re-election or retirement by rotation at the general meetings of the Company pursuant to the articles of association of the Company (the “**Articles**”). Mr. Zhong is entitled to receive director’s fee of HK\$96,000 per annum, which has been determined by the Board with reference to his experience, duties and responsibilities undertaken with the Company and prevailing market conditions.

As at the date of this announcement, save as disclosed herein, Mr. Zhong (a) does not hold any position with the Company and its subsidiaries; (b) did not hold any directorship in any listed public companies in Hong Kong or overseas in the last three years; (c) does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; and (d) is not interested in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, Mr. Zhong confirmed that there is no other matter concerning Mr. Zhong that needs to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The Board also announces that Mr. Ma Yu-heng (“**Mr. Ma**”) has been appointed as a an independent non-executive Director, chairman of Audit Committee, member of each of Nomination Committee and Investment and Compliance Committee with effect from 30 September 2022.

The biographical details of Mr. Ma are set out as follows:

Mr. Ma, aged 52, has experience in financing, banking and corporate finance for over 24 years. Mr. Ma has been the chief financial officer and vice president of China Grand Star Luxury Cars Investment Holdings Limited (中國星盛名車投資控股有限公司) from September 2018 to April 2022. Mr. Ma is currently a member of CPA Australia. Mr. Ma graduated from Soochow University, Taiwan (台灣東吳大學) in June 1993 with a bachelor’s degree in business administration in business mathematics. He also obtained a master’s degree in business administration from Da-Yeh University, Chung Hua, Taiwan (台灣大葉大學) in June 1995.

Mr. Ma has been an independent non-executive director of China Fordoo Holdings Limited (stock code: 2399) and China U-Ton Future Space Industrial Group Holdings Ltd. (In Liquidation) (stock code: 6168), the issued shares of which are both listed on the Main Board of the Stock Exchange, since March 2022 and May 2022 respectively.

Mr. Ma entered into a letter of appointment for an initial term of two years from 30 September 2022 and is subject to re-election or retirement by rotation at the general meetings of the Company pursuant to the Articles. Mr. Ma is entitled to receive director’s fee of HK\$120,000 per annum, which has been determined by the Board with reference to his experience, duties and responsibilities undertaken with the Company and prevailing market conditions.

As at the date of this announcement, save as disclosed herein, Mr. Ma (a) does not hold any position with the Company and its subsidiaries; (b) did not hold any directorship in any listed public companies in Hong Kong or overseas in the last three years; (c) does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; and (d) is not interested in any shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, Mr. Ma confirmed that there is no other matter concerning Mr. Ma that needs to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its welcome to Mr. Zhong and Mr. Ma on joining the Company.

## **COMPLIANCE WITH THE LISTING RULES**

Following the appointment of Mr. Zhong and Mr. Ma, the Company has fully complied with the requirements as set out in Rules 3.10(1), Rules 3.21 and Rules 3.25 of the Listing Rules.

By Order of the Board  
**Summi (Group) Holdings Limited**  
**WU Shaohao**  
*Chairman and Executive Director*

Hong Kong, 30 September 2022

*As at the date of this announcement, the Board comprises: Mr. WU Shaohao and Mr. WU Liantao as executive Directors; Ms. CHUNG Wing Yee, Mr. MA Yu-heng and Mr. ZHONG Shuirong as independent non-executive Directors.*