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唐宮(中國)控股有限公司

TANG PALACE (CHINA) HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1181)

**RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
AND**

CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board would like to announce the following changes with effect from 18 April 2023:

1. Mr. Cheung Kin Ting Alfred has resigned as an independent non-executive Director, the chairman of the Nomination Committee, the members of the Remuneration Committee and Audit Committee;
2. Mr. Chan Kin Shun has been appointed as an independent non-executive Director and members of the Nomination Committee, Remuneration Committee and Audit Committee; and
3. Mr. Kwong Ping Man has been appointed as the chairman of the Nomination Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Tang Palace (China) Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) hereby announces Mr. Cheung Kin Ting Alfred (“**Mr. Cheung**”) has resigned as an independent non-executive Director, the chairman of the nomination committee of the Company (the “**Nomination Committee**”) and the members of the remuneration committee of the Company (the “**Remuneration Committee**”) and the audit committee of the Company (the “**Audit Committee**”) with effect from 18 April 2023, owing to his other business engagement and commitment that requires his more dedication.

Mr. Cheung has confirmed that he has no disagreement with the Board and there is no matter in relation to his 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 “**Shareholders**”).

The Board would like to take this opportunity to express its gratitude to Mr. Cheung for his valuable contribution to the Company during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is also pleased to announce that Mr. Chan Kin Shun (“**Mr. Chan**”) has been appointed as an independent non-executive Director with effect from 18 April 2023.

The biographical details of Mr. Chan are set out below:

Mr. Chan, aged 63, has rich experience in leading, planning, administering, and teaching in primary school education. From 2003 to 2020, Mr. Chan served as the principal of different primary schools, including Lok Sin Tong Lau Sai Yan Primary School, Tsang Mui Millennium School and Lee Chi Tat Memorial School. During his tenure as the principal, Mr. Chan shared high-efficiency schools and teaching experience to more than 500 schools, education bureaus and business groups in Hong Kong and the Mainland China. Mr. Chan has received various educational awards between 1999 and 2000, including the Second Outstanding Teacher Award, the Fifth Outstanding Professional Performance Award from Education Bureau and the First Outstanding Achievements in Award for Arts Education from Arts Development Council.

Mr. Chan has been invited to serve as a member of various education committees, including member of the Committee on Development of Curriculum Initiative of the Curriculum Development Council (1999–2001), member of the Hong Kong School Drama Council (1998–2004), and member of the T-standard⁺ Consortium of the Committee on Professional Development of Teachers and Principals (2016–2018). In addition, Mr. Chan also served as the School Development Officer of Quality Schools Project (QSP) of the Centre for University & School Partnership of Faculty of Education of The Chinese University of Hong Kong (2001–2003). Mr. Chan is also the founder of the Holistic Innovative Education, and at the same time being the chairman of the association of the Holistic Innovative Education and the Foundation of the Holistic Innovative Education.

Mr. Chan graduated and obtained a diploma in Counselling and Guidance from the Hong Kong Shue Yan College in 1984, and obtained Bachelor’s degree (Hon) in Psychology and Master’s degree in Applied Psychology from the Cheltenham & Gloucester College in 1996 and 1998, respectively.

To the best knowledge of the Directors, as at the date of this announcement, he does not (i) have any relationship with any Director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; (ii) hold any other positions with the Company or other members of the Group; (iii) hold any other major appointments or any professional qualifications, and (iv) hold any directorships in other listed companies, the securities of which are listed on any securities markets in Hong Kong or overseas in the last three years.

Mr. Chan has entered into an appointment letter with the Company in relation to his appointment as the independent non-executive Director for a specific term commencing from 18 April 2023 to 30 June 2024 and is subject to the rotational retirement and re-election requirements at the annual general meetings of the Company pursuant to the articles of association of the Company. Pursuant to the appointment letter, Mr. Chan will be entitled to a director’s fee of HK\$240,000 per annum. The emolument of Mr. Chan is approved by the Board upon the recommendation of the Remuneration Committee with reference to the prevailing market conditions, the time commitment, specific role and responsibilities of Mr. Chan and the business situation of the Group.

As at the date of this announcement, Mr. Chan does not have, nor is deemed to have any interests or short positions 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).

Mr. Chan has confirmed his compliance with the independence criteria as set out in Rule 3.13 of the Listing Rules. Save as disclosed above, Mr. Chan has confirmed that there are no other matters relating to his appointment that need to be brought to the attention of Shareholders and there is no other information which is required to be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to extend a warm welcome to Mr. Chan for joining the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 18 April 2023, Mr. Chan has been appointed as the members of the Nomination Committee, Remuneration Committee and Audit Committee. Following the resignation of Mr. Cheung, Mr. Kwong Ping Man has been appointed as the chairman of Nomination Committee with effect from 18 April 2023.

By Order of the Board
Tang Palace (China) Holdings Limited
Wong Chung Yeung
Executive Director and Company Secretary

Hong Kong, 18 April 2023

As at the date of this announcement, the Board comprises the following directors:

Executive directors:

Ms. WENG Peihe, Mr. YIP Shu Ming, Mr. CHAN Man Wai, Mr. KU Hok Chiu, Mr. CHEN Zhi Xiong, Mr. WONG Chung Yeung

Independent non-executive directors:

Mr. KWONG Chi Keung, Mr. KWONG Ping Man, Mr. CHAN Kin Shun