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## **EcoGreen International Group Limited** **中怡國際集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 2341)**

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

The Board is pleased to announce that Mr. Choi Wai Hong, Clifford and Mr. Chui Man Lung, Everett have been appointed as independent non-executive Directors of the Company and members of the audit committee, nomination committee, remuneration committee and the IBC with effect from 8 November 2022.

References are made to the announcements (the “**Announcements**”) of EcoGreen International Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 7 April 2022, 6 May 2022, 15 July 2022 and 24 October 2022 in relation to, among other matters, (i) the formation of the IBC to commission the Investigation on the Discrepancies to be conducted by the Independent Adviser; (ii) the resignation of independent non-executive Directors and members of the audit committee, nomination committee, remuneration committee and IBC of the Company; (iii) the resumption guidance set out by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iv) the appointment of Ms. Wang Jin (“**Ms. Wang**”) as an independent non-executive Director of the Company. Unless the context otherwise requires, capitalized terms in this announcement shall have the same meanings as defined in the Announcements.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board is pleased to announce that Mr. Choi Wai Hong, Clifford (蔡偉康) (“**Mr. Choi**”) and Mr. Chui Man Lung, Everett (徐文龍) (“**Mr. Chui**”) have been appointed as independent non-executive Directors of the Company and members of the audit committee, nomination committee, remuneration committee and the IBC with effect from 8 November 2022.

On 8 November 2022, Mr. Choi was elected as the chairman of the audit committee and the IBC, and Ms. Wang was elected as the chairman of the remuneration committee.

The Board would like to express its welcome to Mr. Choi and Mr. Chui for joining the Board, and congratulation to Ms. Wang for her new position.

The biographical details of Mr. Choi and Mr. Chui are set out as follows:

### **Mr. Choi Wai Hong, Clifford (蔡偉康)**

Mr. Choi, aged 64, obtained a bachelor of arts degree in economic and social studies from The Victoria University of Manchester, United Kingdom (now amalgamated into the University of Manchester), in 1982. Mr. Choi is a member of The Hong Kong Institute of Certified Public Accountants, The Institute of Chartered Accountants in England and Wales, The Association of Chartered Certified Accountants and The Taxation Institute of Hong Kong. Mr. Choi currently holds the practising certificate issued by The Hong Kong Institute of Certified Public Accountants.

Mr. Choi worked in a big-four audit firm in Hong Kong from January 1983 to July 1992 with his last position as manager. He took various managerial positions in motor vehicle services and yacht companies in China from July 1992 to now. Mr. Choi is currently a director of NHK Distribution Company Limited.

Mr. Choi served as an independent non-executive director of Samson Paper Holdings Limited (now known as C&D Newin Paper & Pulp Corporation Limited) (a company listed on the Stock Exchange, stock code: 731) from 16 July 2020 until 21 May 2021 when he was re-designated as an executive director, and he has been re-designated as a non-executive director with effect from 26 January 2022. From November 2020 to October 2021, he served as an executive director of Freeman Fintech Corporation Limited (now known as Arta TechFin Corporation Limited) (a company listed on the Stock Exchange, stock code: 279). He has also served as a non-executive director of Xinming China Holdings Limited (a company listed on the Stock Exchange, stock code: 2699) since April 2021 and has been appointed as an independent non-executive director of DreamEast Group Limited (a company listed on the Stock Exchange, stock code: 593) since 10 December 2021. Since May 2021, he

has served as an independent non-executive director of South Shore Holdings Limited (in liquidation) (a company listed on the Stock Exchange, stock code: 577). From June 2021 to 14 December 2021, he served as a non-executive director of Silk Road Logistics Holdings Limited (a company listed on the Stock Exchange, stock code: 988). From 29 January 2021 to 10 March 2021, Mr. Choi served as an independent non-executive director of Bolina Holding Co., Ltd. (in liquidation) (a company previously listed on the Stock Exchange with stock code: 1190 but was delisted on 10 March 2021).

There is no service contract but there is a written letter of appointment entered into between the Company and Mr. Choi regarding his appointment as a Director. Mr. Choi has no fixed term of service and will hold office until the next annual general meeting of the Company, subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. His remuneration is initially fixed at HK\$15,000 per month, which will be reviewed by the Board from time to time with reference to his duties and responsibilities within the Company and the market benchmark.

Save as disclosed above, as at the date of this announcement, Mr. Choi (i) has not held any positions with the Company and other members of the Group; (ii) has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (v) does not have any interests in the shares or underlying 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, there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) and there are no other matters in connection with the appointment of Mr. Choi as an independent non-executive Director that needs to be brought to the attention of the shareholders of the Company.

**Mr. Chui Man Lung, Everett (徐文龍)**

Mr. Chui, aged 58, is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants (formerly the Chartered Association of Certified Accountants). Mr. Chui is also a fellow member of the Institute of Chartered Accountants in England and Wales. Mr. Chui holds a Bachelor of Social Science degree in Business Economics and Accounting from the University of Southampton, United Kingdom.

Mr. Chui became a qualified professional accountant in 1990's when he worked in the audit department of a big-four audit firm in Hong Kong until his departure in 1993, during which period he took part in the auditing of listed companies and listing applicants and restructuring. Since 2008, Mr. Chui has been the founding partner of Cen-1 Partners Limited, a professional advisory firm providing services to listed and private companies. Mr Chui also co-found WKI Group Limited in 2012, which mainly provides company secretarial and compliance support to listed companies in Hong Kong.

Mr. Chui served as an independent non-executive director of Cosmopolitan International Holdings Limited (四海國際集團有限公司) (a company listed on the Main Board of the Stock Exchange, stock code: 120) from 2002 to 2003, an independent non-executive director of Duoyuan Printing, Inc. (a company listed on the New York Stock Exchange) from October 2010 to March 2013, an independent non-executive director of Mingyuan Medicare Development Company Limited (銘源醫療發展有限公司) (a company previously listed on the Main Board of the Stock Exchange with stock code: 233 but was delisted on 23 January 2020) from September 2015 to May 2016, an independent non-executive director of China Ocean Fishing Holdings Limited (中國海洋捕撈控股有限公司) (now known as China Ocean Group Development Limited (中國海洋集團發展有限公司)) (a company listed on the GEM of the Stock Exchange, stock code: 8047) from May 2015 to May 2017, an independent non-executive director of New Sports Group Limited (新體育集團有限公司) (now known as Glory Sun Land Group Limited (寶新置地集團有限公司)) (a company listed on the Main Board of the Stock Exchange, stock code: 299) from September 2013 to January 2017, an independent non-executive director of Taung Gold International Limited (壇金礦業有限公司) (a company listed on the Main Board of the Stock Exchange, stock code: 621) from April 2010 to October 2017, an independent non-executive director of Million Stars Holdings Limited (萬星控股有限公司) (a company listed on the GEM of the Stock Exchange, stock code: 8093) from February 2017 to January 2018, and an independent non-executive director of Up Energy Development Group Limited (優派能源發展集團有限公司) (a company previously listed on the Main Board of the Stock Exchange with stock code: 307 but was delisted on 5 January 2022) from June 2016 to August 2018.

Mr. Chui is an independent non-executive director of Jianzhi Education Technology Group Company Limited (見知教育科技集團有限公司), a company listed on the NASDAQ (stock code: JZ).

There is no service contract but there is a written letter of appointment entered into between the Company and Mr. Chui regarding his appointment as a Director. Mr. Chui has no fixed term of service and will hold office until the next annual general meeting of the Company, subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. His remuneration is initially fixed at HK\$15,000 per month, which will be reviewed by the Board from time to time with reference to his duties and responsibilities within the Company and the market benchmark.

Save as disclosed above, as at the date of this announcement, Mr. Chui (i) has not held any positions with the Company and other members of the Group; (ii) has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (v) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in connection with the appointment of Mr. Chui as an independent non-executive Director that needs to be brought to the attention of the shareholders of the Company.

## **RE-COMPLIANCE OF LISTING RULES**

Following the appointments of Ms. Wang, Mr. Choi and Mr. Chui as independent non-executive Directors and members of the respective committees, the Company has re-complied with the requirements under Rules 3.10(1), 3.10(2), 3.10A, 3.21, 3.25, 3.27A of the Listing Rules. The Company will continue to identify a suitable candidate to fill the vacancy of the Company Secretary with the view to re-complying with Rule 3.28 of the Listing Rules and will publish further announcement when the new appointment is confirmed.

## **UPDATE ON THE INVESTIGATION**

The IBC now comprises of all four independent non-executive Directors, namely, Mr. Zeng, Ms. Wang, Mr. Choi and Mr. Chui. Mr. Choi was appointed as the chairman of the IBC.

The IBC is currently in the process of identifying the Independent Adviser to conduct the independent Investigation on the Discrepancies. Further announcement(s) will be made when the engagement of the Independent Adviser is determined.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been halted with effect from 9:00 a.m. on Monday, 4 April 2022, and will remain suspended until further notice.

By order of the Board  
**EcoGreen International Group Limited**  
**Yang Yirong**  
*Chairman & President*

Hong Kong, 8 November 2022

*As at the date of this announcement, the Board comprises five executive Directors, namely Mr. Yang Yirong (Chairman), Mr. Gong Xionghui, Ms. Lu Jiahua, Mr. Lin Zhigang and Ms. Sun Ruixia, and four independent non-executive Directors, namely, Mr Zeng Shaojie, Ms. Wang Jin, Mr. Choi Wai Hong, Clifford and Mr. Chui Man Lung, Everett.*