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**Hong Kong Johnson Holdings Co., Ltd.**

**香港莊臣控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1955)**

**RESIGNATION OF NON-EXECUTIVE DIRECTORS  
APPOINTMENT OF NON-EXECUTIVE DIRECTORS  
AND  
CHANGE OF CHAIRMAN OF THE BOARD AND  
AUTHORISED REPRESENTATIVE UNDER  
THE COMPANIES ORDINANCE**

The Board announces that:

1. Ms. XU Jili has resigned as the non-executive Director and the chairman of the Board with effect from 6 June 2022;
2. Mr. YE Ning has resigned as the non-executive Director with effect from 6 June 2022;
3. Mr. JIN Liang has been appointed as the non-executive Director with effect from 6 June 2022;
4. Mr. YAN Jun has been appointed as the non-executive Director with effect from 6 June 2022;
5. Mr. XIE Hui, who is a non-executive Director, has been appointed as the chairman of the Board with effect from 6 June 2022;
6. Mr. CHEUNG Kam Chiu and Mr. SZETO Wing Tak will cease to act as the authorised representatives of the Company under the Companies Ordinance with effect from 1 July 2022; and
7. Mr. NG Chun Man will act as the authorised representative of the Company under the Companies Ordinance with effect from 1 July 2022.

## RESIGNATION OF NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Hong Kong Johnson Holdings Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that (i) due to change of work allocation, Ms. XU Jili (“**Ms. Xu**”) has resigned as the non-executive Director and the chairman of the Board with effect from 6 June 2022; and (ii) due to change of work allocation, Mr. YE Ning (“**Mr. Ye**”) has resigned as the non-executive Director with effect from 6 June 2022.

Both Ms. Xu and Mr. Ye have confirmed that they have no disagreement with the Board and that there is no other matter in connection with their resignations that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Ms. Xu and Mr. Ye for their valuable contributions to the Company during their tenure of office.

## APPOINTMENT OF NON-EXECUTIVE DIRECTORS

The Board announces that Mr. JIN Liang (“**Mr. Jin**”) and Mr. YAN Jun (“**Mr. Yan**”) have been appointed as the non-executive Directors with effect from 6 June 2022.

The biographical details of Mr. Jin and Mr. Yan is set out below:

### **Mr. JIN Liang (金亮)**

Mr. Jin, aged 39, has served as the deputy chief treasury officer and the chief of the capital management centre of Zhuhai Huafa Group Company Limited (珠海華發集團有限公司) (“**Zhuhai Huafa**”, which has an interest in the shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and a controlling shareholder of the Company) since June 2018 and April 2020, respectively, where he is responsible for overseeing and monitoring the company’s fund management and capital financing.

Mr. Jin joined Zhuhai Huafa as the deputy general manager of fund management division in August 2014, where he was involved in the company’s fund management and operations. From October 2017 to June 2018, Mr. Jin served as the general manager of fund management division of Zhuhai Huafa. From June 2018 to April 2020, Mr. Jin served as the general manager of the fund operation and management division and the supply chain finance and management division of Zhuhai Huafa.

Apart from his positions held in Zhuhai Huafa, Mr. Jin is also the director of Zhuhai Huafa Trading Holdings Co., Ltd.\* (珠海華發商貿控股有限公司), Zhuhai Huafa Group Finance Co., Ltd\* (珠海華發集團財務有限公司) (“**Zhuhai Huafa Finance**”) and Zhuhai Urban Construction Group Co., Ltd.\* (珠海城市建設集團有限公司). Prior to joining Zhuhai Huafa, Mr. Jin was the general manager of the business department of Industrial Bank Co., Ltd. (Zhuhai Branch) from December 2010 to August 2014. He was the general manager of six business departments of Guangdong Nanyue Bank (Guangzhou Branch) from June 2009 to December 2010.

Mr. Jin has obtained a graduate certificate of self-study examinations of tertiary education in the laws of international economics with the Zhongnan University of Economics and Law (中南財經政法大學).

Mr. Jin has entered into a letter of appointment as non-executive Director with the Company for a term of two years commencing from 6 June 2022, subject to termination in certain circumstances as stipulated in the letter of appointment and retirement and the re-election provisions in accordance with the amended and restated articles of association of the Company (the “**Articles of Association**”). Under Mr. Jin’s letter of appointment, Mr. Jin is entitled to a director’s fee of HK\$1. Mr. Jin’s emoluments were recommended by the remuneration committee of the Board (the “**Remuneration Committee**”) and determined by the Board with reference to the emoluments of the other non-executive Directors.

Save as disclosed above, as at the date of this announcement, Mr. Jin (i) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in shares and underlying shares of the Company and any associated corporation of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) (“**SFO**”); (iii) did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (iv) does not have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

#### **Mr. YAN Jun (顏俊)**

Mr. Yan, aged 40, has served as the deputy chief financial officer and the chief of financial management centre and the general manager of the financial accounting division of Zhuhai Huafa, and the director of Zhuhai Huafa Finance since May 2021.

Mr. Yan joined Zhuhai Huafa in March 2015. From January 2017 to May 2021, he served as the project manager of finance division, the general manager assistant of financial management division, the general manager of management accounting division and the deputy chief of financial management centre of Zhuhai Huafa.

Prior to joining Zhuhai Huafa, Mr. Yan served in PricewaterhouseCoopers Zhongtian Certified Public Accountants Co., Ltd. (Beijing Branch) and Sinochem Oil Co., Ltd.\* (中化石油有限公司).

Mr. Yan obtained a graduate certificate related to a certified public accountant in Accounting Professional with Central University of Finance and Economics (中央財經大學) in 2003 and obtained a Master of Business Administration from School of Economics and Management, Tsinghua University (清華大學工商管理學院) in 2015.

Mr. Yan has entered into a letter of appointment as non-executive Director with the Company for a term of two years commencing from 6 June 2022, subject to termination in certain circumstances as stipulated in the letter of appointment and retirement and the re-election provisions in accordance with the Articles of Association. Under Mr. Yan's letter of appointment, Mr. Yan is entitled to a director's fee of HK\$1. Mr. Yan's emoluments were recommended by the Remuneration Committee and determined by the Board with reference to the emoluments of the other non-executive Directors.

Save as disclosed above, as at the date of this announcement, Mr. Yan (i) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in shares and underlying shares of the Company and any associated corporation of the Company (within the meaning of Part XV of the SFO; (iii) did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (iv) does not have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

## **CHANGE OF CHAIRMAN OF THE BOARD**

The Board announces that following the resignation of Ms. Xu, Mr. XIE Hui (“**Mr. Xie**”), who is a non-executive Director, has been appointed as the chairman of the Board with effect from 6 June 2022.

The biographical details of Mr. Xie is set out below:

## Mr. XIE Hui (謝輝)

Mr. Xie, aged 41, was appointed as a Director on 9 July 2018 and re-designated as a non-executive Director on 24 January 2019. Mr. Xie has been a director of Johnson Cleaning Services Company Limited (莊臣有限公司) (an indirect wholly-owned subsidiary of the Company) since 25 September 2015, and a director of Johnson Investment Holding Co., Ltd. (莊臣投資控股有限公司) (a direct wholly-owned subsidiary of the Company) since its incorporation on 10 August 2018. Mr. Xie has also served as the non-executive director of Beijing Digital Telecom Co., Ltd., a company the shares of which are listed on the Main Board of the Stock Exchange (stock code: 6188) from 10 September 2021.

Mr. Xie has been the chief strategic operating officer of Zhuhai Huafa since April 2020, and served as the board secretary of Zhuhai Huafa since June 2017. He served as the strategy director of Zhuhai Huafa Investment Holdings Group Co. Ltd. (珠海華發投資控股集團有限公司) (“**Huafa Investment Holdings Group**”) from July 2017 to March 2020, where he was responsible for strategic planning. He served as the board secretary and the general manager of the strategic innovation department of Huafa Investment Holdings Group from September 2012 to July 2017 and from September 2012 to May 2018 respectively.

Mr. Xie has been a director of Zhuhai Urban Construction Group Co., Ltd. (珠海城市建設集團有限公司) since May 2020. He was the deputy general manager of Zhuhai Huafa Group Science and Technology Research Institute Co., Ltd.\* (“**Huafa Research Institute**”) (珠海華發集團科技研究院有限公司) from September 2020 to October 2021 and was promoted to the executive director and general manager of Huafa Research Institute since October 2021.

Mr. Xie graduated from the University of Science and Technology of China in the People’s Republic of China with a bachelor of management in July 2003, and obtained a master’s degree in Financial Markets and Intermediaries from the Université Toulouse 1 Sciences Sociales in France in November 2009. Mr. Xie also obtained a professional qualification of intermediate level in finance issued by the Guangdong Provincial Human Resources and Social Security Department in February 2012.

Mr. Xie entered into a letter of appointment with the Company as the non-executive Director with an initial term of two years commencing from 16 October 2019 and was renewed for a further period of two years with effect from 16 October 2021, subject to termination in certain circumstances as stipulated in the letter of appointment and retirement and the re-election provisions in accordance with the Articles of Association. Under Mr. Xie’s letter of appointment, Mr. Xie is entitled to a director’s fee of HK\$1. Mr. Xie’s emoluments were recommended by the Remuneration Committee and determined by the Board with reference to, among others, his duties and responsibilities with the Company, his experience and the prevailing market conditions. No additional remuneration will be paid to Mr. Xie for his appointment as the chairman of the Board.

Save as disclosed above, as at the date of this announcement, Mr. Xie (i) does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in shares and underlying shares of the Company and any associated corporation of the Company (within the meaning of Part XV of the SFO); (iii) did not hold any directorships in listed public companies in Hong Kong or overseas in the last three years; and (iv) does not have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Save as disclosed in this announcement, there are no other matters in relation to the appointments of Mr. Jin, Mr. Yan and Mr. Xie that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Jin, Mr. Yan and Mr. Xie for their new positions in the Company.

## **CHANGE OF AUTHORISED REPRESENTATIVE UNDER THE COMPANIES ORDINANCE**

Reference is made to the announcement of the Company dated 30 March 2022 in relation to the change of executive Directors, chief executive officers and authorised representative under Rule 3.05 of the Listing Rules and the appointment of vice president of the Company.

Following the resignation of Mr. CHEUNG Kam Chiu (“**Mr. Cheung**”) and Mr. SZETO Wing Tak (“**Mr. Szeto**”) as the co-chief executive officers of the Company with effect from 1 July 2022, Mr. Cheung and Mr. Szeto will cease to be the authorised representatives of the Company (“**Authorised Representative(s)**”) to accept on the Company’s behalf service of process and notices in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 1 July 2022. Mr. NG Chun Man will be appointed as the Authorised Representative in place of Mr. Cheung and Mr. Szeto with effect from 1 July 2022.

By order of the Board  
**Hong Kong Johnson Holdings Co., Ltd.**  
**LI Zhuang**  
*Executive Director*

Hong Kong, 6 June 2022

*As at the date of this announcement, the executive Directors are Mr. NG Chun Man and Dr. LI Zhuang; the non-executive Directors are Mr. XIE Hui (Chairman), Mr. JIN Liang, Mr. YAN Jun, Ms. LI Yanmei, Ms. LEE Wing Yee Loretta, Ms. WONG Ling Fong Lisa and Mr. ZHOU Wenjie; and the independent non-executive Directors are Mr. FAN Chiu Tat Martin, Dr. GUAN Yuyan, Mr. HONG Kam Le, Mr. LEUNG Siu Hong and Ms. RU Tingting.*

\* *For identification purposes only*