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## **Zheng Li Holdings Limited**

**正力控股有限公司**

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

**(Stock code: 8283)**

### **RESIGNATION AND APPOINTMENT OF DIRECTORS, AND CHANGE OF COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE, NOMINATION COMMITTEE AND RISK MANAGEMENT COMMITTEE**

The Board announces that:

- (1) Mr. Yan Jianqiang has been appointed as an executive Director of the Company;
- (2) Mr. Deng Bin has been appointed as an independent non-executive Director, a member of each of the audit committee and the nomination committee of the Company;
- (3) Ms. Pok Mee Yau has tendered her resignation as an independent non-executive Director, the chairman of each of the nomination committee and the risk management committee of the Company and a member of the audit committee of the Company;
- (4) Mr. Liu Ji has tendered his resignation as an independent non-executive Director, the chairman of the audit committee of the Company and a member of each of the remuneration committee and the nomination committee of the Company;
- (5) Mr. Zhang Guangdong has been appointed as the chairman of each of the nomination committee and the risk management committee of the Company; and
- (6) Mr. Leung Yiu Cho has been appointed as the chairman of the audit committee of the Company.

The above changes of Directors and composition of each committee all take effect from 12 October 2018.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Zheng Li Holdings Limited (the “**Company**”) is pleased to announce that Mr. Yan Jianqiang (“**Mr. Yan**”) has been appointed as an executive Director of the Company with effect from 12 October 2018.

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

Mr. Yan, aged 41, has continuously served in automotive accessories sales and internet companies for 20 years with hands-on experience in the corporate management industry. Since his graduation from Henan Business College in July 1998, he had served in various companies such as 鄭州市先河實業發展有限公司(Zhengzhou Xianhe Industry Development Co., Ltd.\*), the principal operation of which is sales of automotive parts and accessories), 河南華誼網絡科技有限公司(Henan Huayi Network Technology Co., Ltd.\*) and 河南東方禦道實業有限公司(Henan Dongfang Yudao Industry Development Co., Ltd.\*), where he was responsible for management duties in areas such as sales management and internet innovation. In particular, he is considerably experienced in internet technology management and the construction of the industry ecosystem of automotive accessories sales.

Mr. Yan has entered into a service contract (the “**Service Contract**”) with the Company for a term of three years commencing 12 October 2018 and shall retire and be subject to re-election in the forthcoming annual general meeting of the Company. As set out in the Service Contract, the annual remuneration of Mr. Yan as a Director is HKD\$300,000, which was determined by the Board on recommendation of the remuneration committee of the Company in accordance with his background, experience, qualifications, duties and responsibilities with the Company and the prevailing market conditions.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF THE AUDIT COMMITTEE AND NOMINATION COMMITTEE**

The Board is also pleased to announce that Mr. Deng Bin (“**Mr. Deng**”) has been appointed as an independent non-executive Director, a member of each of the audit committee and the nomination committee of the Company with effect from 12 October 2018.

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

Mr. Deng Bin, aged 51, has continuously served in the bamboo industry and companies engaging in the import and export of various commodities and technology for the past 30 years with hands-on experience in the production and sales of bamboo products and corporate management. From November 2013 to April 2015, he completed a core program of Business Administration in the School of Continuing Education of Tongji University. He had served in various companies such as 奉新春暉竹製品有限公司(Fengxin Chunhui Bamboo Production Co., Ltd.\*) and 江西泰豪竹業有限公司(Jiangxi Tellhow Bamboo Industry Co., Ltd.\*), where he was responsible for works such as marketing and corporate management. In particular, he excels in corporate strategy management.

Mr. Deng has entered into an appointment letter (the “**Appointment Letter**”) with the Company for a term of three years commencing 12 October 2018 and shall retire and be subject to re-election in the forthcoming annual general meeting of the Company. As set out in the Appointment Letter, the annual remuneration of Mr. Deng as a Director is HKD\$250,000 which was determined by the Board on recommendation of the remuneration committee of the Company in accordance with his background, experience, qualifications, duties and responsibilities with the Company and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, (i) each of Mr. Yan and Mr. Deng did not hold any position in the Company or any of its subsidiaries nor have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)) of the Company; (ii) each of Mr. Yan and Mr. Deng has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years or other major appointments and professional qualifications; and (iii) each of Mr. Yan and Mr. Deng did not have any interests in any shares, underlying shares or debentures of the Company (as defined under Part XV of the Securities and Futures Ordinance (Cap. 571, the laws of Hong Kong)).

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Yan and Mr. Deng that need to be brought to the attention of the shareholders of the Company.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE NOMINATION COMMITTEE AND RISK MANAGEMENT COMMITTEE AND MEMBER OF THE AUDIT COMMITTEE**

The Board announces that Ms. Pok Mee Yau (“**Ms. Pok**”) has resigned as an independent non-executive Director, the chairman of each of the nomination committee and the risk management committee of the Company and a member of the audit committee of the Company with effect from 12 October 2018 due to her other personal engagements which require more of her time and dedication. Ms. Pok has confirmed that she has no disagreement with the Board and there are no other matter related to her resignation which need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF THE AUDIT COMMITTEE AND MEMBER OF THE REMUNERATION COMMITTEE AND NOMINATION COMMITTEE**

The Board announces that Mr. Liu Ji (“**Mr. Liu**”) has resigned as an independent non-executive Director, the chairman of the audit committee of the Company and a member of each of the remuneration committee and nomination committee of the Company with effect from 12 October 2018 due to his other personal engagements which require more of his time and dedication. Mr. Liu has confirmed that he has no disagreement with the Board and there are no other matter related to his resignation which needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

**APPOINTMENT OF CHAIRMAN OF THE NOMINATION COMMITTEE AND RISK MANAGEMENT COMMITTEE**

The Board is also pleased to announce that Mr. Zhang Guangdong has been appointed as the chairman of each of the nomination committee and risk management committee of the Company with effect from 12 October 2018.

**APPOINTMENT OF CHAIRMAN OF THE AUDIT COMMITTEE**

The Board is pleased to announce that Mr. Leung Yiu Cho has been appointed as the chairman of the audit committee of the Company with effect from 12 October 2018.

The Board hereby takes this opportunity to express its sincere gratitude to Mr. Liu and Ms. Pok for their contributions to the Company during their tenure of office and to welcome Mr. Yan and Mr. Deng.

By order of the Board of  
**Zheng Li Holdings Limited**  
**Kelvin LIM**

*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 12 October 2018

*As at the date of this announcement, the executive Directors are Mr. Kelvin LIM, Mr. CHUA Boon Hou, Mr. CHEN Feng and Mr. YAN Jianqiang, the non-executive Director is Mr. WU Tangqing; and the independent non-executive Directors are Mr. LEUNG Yiu Cho, Mr. ZHANG Guangdong and Mr. DENG Bin.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make this announcement or any statement in this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at [www.zhengliholdings.com](http://www.zhengliholdings.com).*

\* *For identification purpose only*