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Hang Chi Holdings Limited

恒智控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8405)

SUPPLEMENTAL ANNOUNCEMENT APPOINTMENT OF JOINT COMPANY SECRETARY

Reference is made to the announcement of Hang Chi Holdings Limited (the “**Company**”) dated 15 August 2022 (the “**Announcement**”) in relation to, among others, the appointment of Ms. Chu Kit Ying (“**Ms. Chu**”) as the joint company secretary of the Company (the “**Appointment**”). Unless the context otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company would like to provide the following supplemental information in relation to the Appointment.

BIOGRAPHICAL DETAILS OF MS. CHU

Ms. Chu, aged 36, was appointed as the assistant company secretary and financial controller of the Company in July 2017. She has over nine years of experience in company secretarial work of listed companies in Hong Kong and is familiar with the Listing Rules, the GEM Listing Rules and other relevant law and regulations that a listed issuer is subject to in Hong Kong. A timeline showing the duties of Ms. Chu since she was appointed as the assistant company secretary and financial controller of the Company in July 2017 is set out below:

Duties	Time
(i) organising and handling matters in relation to the convening of board meetings, board committees’ meetings and general meetings of the Company	Since Ms. Chu joined the Company in July 2017
(ii) preparing announcements and circulars of the Company, and working with external professional parties to satisfy disclosure requirements under the GEM Listing Rules	Since Ms. Chu joined the Company in July 2017

Duties	Time
(iii) assisting the company secretary and the management of the Company in managing corporate transactions	Since February 2020, after Ms. Chu returned to full-time work from her personal leave
(iv) assisting the company secretary in payment of interim and final dividends	Since Ms. Chu joined the Company in July 2017
(v) managing statutory filings and correspondence with relevant regulatory authorities and governmental departments	Since Ms. Chu joined the Company in July 2017
(vi) preparing meeting agendas, papers and minutes, and ensuring accurate record of meeting proceedings, discussions and decisions of the Board and its committees	Since Ms. Chu joined the Company in July 2017
(vii) accounting and financial management of the Group	Since January 2018
(viii) assisting the company secretary and the management of the Company in the preparation of corporate communication (has the meaning ascribed to it under the GEM Listing Rules) of the Company	Since January 2018
(ix) liaising with, among others, the Company’s legal advisers, auditors and share registrar on company secretarial matters and compliance issues	Since February 2020, after Ms. Chu returned to full-time work from her personal leave
(x) assisting the company secretary of the Company in providing updates to the Board on regulatory and corporate governance issues, including updates of the GEM Listing Rules, other relevant law and regulations and directors’ duties and obligations	Since February 2020, after Ms. Chu returned to full-time work from her personal leave

The Company conducted a review on the Group’s internal control system in early 2020 during the preparation for the Company’s proposed transfer of listing and has adopted certain enhanced internal control measures. The Board also took the opportunity to assign further duties to Ms. Chu after she returned to full-time work from her personal leave in February 2020 (the “**Assignment of Further Duties**”), which included (i) assisting the company secretary and the management of the Company in managing corporate transactions; (ii) liaising with, among others, the Company’s legal advisers, auditors and share registrar on company secretarial matters and compliance issues; and (iii) assisting the company secretary of the Company in providing updates to the Board on regulatory and corporate governance issues, including updates of the GEM Listing Rules, other relevant law and regulations and directors’ duties and obligations. The Assignment of Further Duties primarily aimed to share the burden of the company secretary of the Company, Ms. Leung Pui Shan (“**Ms. Leung**”),

who was assisting the management of the Company in the Company's proposed transfer of listing at the relevant time, which also showed the Board's trust and confidence in Ms. Chu's ability in handling company secretarial matters.

Prior to joining the Company, Ms. Chu has worked for the following companies in Hong Kong:

(i) Listed companies

Date	Company	Position	Job duties
From March 2015 to April 2016	Imagi International Holdings Limited (意馬國際有限公司) (stock code: 0585)	Company secretarial officer	The job duties set out in paragraphs (i) to (x) in the table above, except the accounting and financial management functions as stated in paragraph (vii), and all references to "GEM Listing Rules" should be interpreted as "Main Board Listing Rules".
From December 2012 to March 2015	Manwell (China) Limited (萬華(中國)有限公司), a subsidiary of China Tianyi Holdings Limited (中國天溢控股有限公司) (currently known as Summi (Group) Holdings Limited (森美(集團)控股有限公司)) (stock code: 0756)	Last position: Deputy company secretary	The job duties set out in paragraphs (i) to (x) in the table above, and all references to "GEM Listing Rules" should be interpreted as "Main Board Listing Rules".

(ii) Other working experience

Date	Company	Position	Job duties
From April 2009 to August 2012	Jupiter Lee & Co.	Last position: Audit senior	<p>(i) Performed audit procedures and handled full set of accounts;</p> <p>(ii) Prepared tax computation and schedules for tax compliance matters;</p> <p>(iii) Managed statutory filings and correspondence on behalf of clients with relevant regulatory authorities and governmental departments; and</p> <p>(iv) Prepared meeting notices and minutes on behalf of clients.</p>

Ms. Chu obtained a degree of Bachelor of Commerce in Accounting from Macquarie University in Australia in November 2008. She has been a member of the CPA Australia since 2012 and is currently a student member of The Hong Kong Chartered Governance Institute.

By virtue of her memberships as set out above, Ms. Chu has attended at least 15 hours of professional training on, among others, Hong Kong company law, listing rules and regulations, corporate governance, environmental, social and governance, accounting standards and tax issues in each of 2020, 2021 and 2022. She will continue to attend additional training to keep her abreast of the latest update on the Listing Rules, the GEM Listing Rules and other relevant laws and regulations including the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong), the Companies Ordinance (Cap. 622, Laws of Hong Kong), the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32, Laws of Hong Kong) and the Code on Takeovers and Mergers and Share Buy-backs.

REASONS FOR APPOINTMENT OF JOINT COMPANY SECRETARY

As Ms. Leung, the existing company secretary of the Company, has been assigned by the chairman and chief executive officer of the Company to assist the management in business development of the Group, she has to devote more time and effort in such work and the Company views it necessary to delegate certain company secretarial work to a joint company secretary. Nevertheless, Ms. Leung, as an experienced company secretary, will continue to act as the other joint company secretary of the Company and supervise the overall company secretarial work of the Group. The Company believes that this arrangement would allow the Company to continue to maintain a high standard of corporate governance.

THE BOARD'S VIEW

The Board is of the view that Ms. Chu will be capable of discharging the functions of company secretary on the following basis:

- (a) By reason of the facts set out in the paragraphs headed “Biographical details of Ms. Chu” in this announcement, Ms. Chu possesses all the “relevant experience” of company secretary as required under Note 2 to Rule 5.14 of the GEM Listing Rules;
- (b) the undertaking from Ms. Chu that she will (i) with best effort, complete the last examination on corporate governance in The Chartered Governance Qualifying Programme within a reasonable period of time; and (ii) continue to attend not less than 15 hours of professional training on, among others, Hong Kong company law, listing rules and regulations, corporate governance, environmental, social and governance, accounting standards and tax issues in each financial year;
- (c) subsequent to the implementation of the enhanced internal control measures and the Assignment of Further Duties, the Company has not been aware of occurrence of any non-compliance incident, which indicates that the enhanced measures and the Assignment of Further Duties are effective; and

- (d) notwithstanding that certain company secretarial work of the Company will be delegated to a joint company secretary by the Board, Ms. Leung, as an experienced company secretary, will continue to act as the other joint company secretary of the Company and have close supervision of the overall company secretarial work of the Group.

Save as disclosed above, all other information and contents disclosed in the Announcement remain unchanged.

By order of the Board
Hang Chi Holdings Limited
恒智控股有限公司
Yik Tak Chi
Chairman and Executive Director

Hong Kong, 23 September 2022

As at the date of this announcement, the executive Directors are Mr. YIK Tak Chi, Mr. LUI Chi Tat, Mr. CHUNG Kin Man and Ms. CHUNG Wai Man, the non-executive Director is Mr. LAU Joseph Wan Pui and the independent non-executive Directors are Mr. WONG Wai Ho, Mr. LAU Tai Chim and Mr. CHAN Ching Sum Sam.

This announcement, for which all 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 of Hong Kong Limited 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 any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will also be published on the Company’s website at www.shuionnc.com.