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## **SIMPLICITY HOLDING LIMITED**

**倩碧控股有限公司\***

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

**(Stock Code: 8367)**

### **RESIGNATION AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Simplicity Holding Limited. (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce the following changes of the Board and Board Committees.

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mrs. Cheung Lau Lai Yin Becky (“**Mrs. Cheung**”) has tendered her resignation as an independent non-executive Director, the chairman of the Remuneration Committee and members of the Audit Committee and of the Nomination Committee, with effect from 19 January 2022 in order to devote more time to focus on her other business commitments.

Mrs. Cheung has confirmed that she has no disagreement with the Board and she is not aware of any matters in connection with her resignation that need to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company.

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

The Board is pleased to announce that Mr. Chan Wai Pun (“**Mr. Chan**”) has been appointed as an independent non-executive Director of the Company with effect from 19 January 2022.

Mr. Chan, aged 54, has more than nineteen (19) years of experience in the food and beverage industry gained from different business entities, including Starbucks as the first General Manager of Southern part of Mainland China back in 2002. From January 2007 to March 2010, Mr. Chan worked as the Marketing Director and General Manager of Carpenter Tan Holdings Limited and supported the company to be successfully listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 0837). From January 2011 to January 2015, Mr. Chan worked as the General Manager of Hui Lau Shan Food Manufacturing Company Limited, which operates dessert restaurants in Hong Kong. From April 2015 to February 2016, Mr. Chan worked as the Group Chief Operating Officer and Executive Director of Bite Limited, which operates several restaurants and fast food brands in Hong Kong including Triple O’s, Yo Mama, Ciao Chow and Grom. Presently, he is the Group CEO of HR Woodward Foods Asia Company Limited.

Mr. Chan obtained a Master of Business Administration degree from University of South Australia in 2003 and a Master of Arts degree from Chinese University of Hong Kong in 2015. Mr. Chan is also a Certified National Food Safety Manager of National Registry of Food Safety Professionals (USA).

Mr. Chan does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or held any other position with the Company and/or its subsidiaries or other major appointments and professional qualifications.

Mr. Chan does not have any interest 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).

Save as disclosed above, as at the date of this announcement, Mr. Chan does not have any relationship with any Director, senior management or substantial or controlling shareholder (as defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) of the Company.

Mr. Chan will enter into a letter of appointment with the Company in relation to his appointment as an independent non-executive Director for a term of three (3) years with effect from 19 January 2022, subject to retirement by rotation and re-election at the Annual General Meeting of the Company pursuant to the articles of association of the Company. Pursuant to the letter of appointment, the annual remuneration of Mr. Chan as an independent non-executive Director of the Company is HK\$120,000. Such remuneration is determined with reference to the Company’s performance and profitability, as well as the prevailing market conditions. Save for the said salary, Mr. Chan will not be entitled to any other emolument for holding his office as an independent non-executive Director.

Mr. Chan has confirmed that he met the independence criteria set out in Rule 5.09 of the GEM Listing Rules. Save as disclosed above, the Company considers that in relation to the appointment of Mr. Chan as an independent non-executive Director, there is no information which is discloseable nor is/was he involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under paragraph 17.50(2) of the GEM Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that following the resignation of Mrs. Cheung, Mr. Chan will be appointed as the chairman of the Remuneration Committee and members of the Audit Committee and of the Nomination Committee with effect from 19 January 2022.

## GRATITUDE AND WELCOME

The Board would like to take this opportunity to express its sincere gratitude to Mrs. Cheung for her valuable contributions to the Company during her tenure of office and extends its warm welcome to Mr. Chan on his new position.

By Order of the Board  
**Simplicity Holding Limited**  
**Wong Suet Hing**  
*Chairman and Executive Director*

Hong Kong, 19 January 2022

*As at the date of this announcement, the executive Directors of the Company are Ms. Wong Suet Hing, Ms. Wong Sau Ting Peony and Mr. Wong Chi Chiu Henry; and the independent non-executive Directors of the Company are Mr. Yeung Man Sun, Mr. Chan Wai Pun and Mr. Lo Cheuk Fei Jeffrey.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 <http://www.hkgem.com> on the “Latest Listed Company Information” page for at least seven days from the date of its publication and posting and will be published and remains on the website of the Company at <http://www.simplicityholding.com>.*

\* For identification purpose only