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## **Gemilang International Limited**

### **彭順國際有限公司**

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

**(Stock Code: 6163)**

## **(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) CHANGE IN COMPOSITION OF BOARD COMMITTEE; AND (3) COMPLIANCE WITH THE LISTING RULES**

### **(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Gemilang International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Kwok Yuen Lam Sophia (郭婉琳) (“**Ms. Kwok**”) has been appointed as an independent non-executive Director with effect from 21 June 2024. Ms. Kwok has also been appointed as a member of the audit committee of the Company (the “**Audit Committee**”). Set out below is the biographical details of Ms. Kwok.

**Ms. Kwok Yuen Lam Sophia (郭婉琳)**, aged 43, obtained the degree of Master of Laws in Information Technology and Intellectual Property Law from The University of Hong Kong in 2009, the Postgraduate Certificate in Laws from City University of Hong Kong in 2007, a Juris Doctor from City University of Hong Kong in 2006 and the degree of Bachelor of Fine Arts (Graphic Design) from California College of the Arts in the United States in 2004.

Ms. Kwok has over 19 years of experience in the legal field. She is a solicitor of the High Court of Hong Kong, a member of the Law Society of Hong Kong and currently a solicitor at Jesse H.Y. Kwok & Co., Solicitors & Notaries and a Greater Bay Area qualified lawyer at 廣東廣信君達(白雲)律師事務所 (for transliteration purpose only, Guangdong Guangxin Junda (Baiyun) Law Firm#).

From May 2012 to January 2014, Ms. Kwok was also an independent non-executive director of China Financial Leasing Group Limited, the shares of which are listed on Main Board of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 2312).

Ms. Kwok has entered into a letter of appointment with the Company in relation to her appointment as an independent non-executive Director for a term of three years commencing from 21 June 2024 unless terminated by not less than three months' notice in writing served by either party. She is also subject to retirement and re-election at the next following annual general meeting of the Company after her appointment and thereafter subject to retirement by rotation and re-election at least once every three years according to the articles of association of the Company, the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and other applicable laws.

Ms. Kwok is entitled to receive a Director's fee of HK\$100,200 per annum with discretionary bonus. The remuneration payable to Ms. Kwok is determined by the remuneration committee of the Company and approved by the Board with reference to her background, experience, time commitment and responsibilities, the remuneration policy of the Company as well as the prevailing market conditions, and shall be reviewed by the remuneration committee of the Company from time to time.

Save as disclosed above, Ms. Kwok has confirmed that she (i) did 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 past three years; (ii) does not and did not hold any other positions with the Company or other members of the Group; (iii) does not have any relationship with any directors or senior management of the Group or substantial shareholders or controlling shareholders of the Company; and (iv) does not have, and is not deemed to have, any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

Ms. Kwok has confirmed that (i) she has met the independence criteria as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

As at the date of this announcement and to the best of the knowledge, information and belief of the Board having made reasonable enquiries, save as disclosed above, there is no other matter relating Ms. Kwok that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange, and there is no information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules in connection with the appointment of Ms. Kwok.

The Board would like to express a warm welcome to Ms. Kwok for joining the Board.

## (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 21 June 2024, Ms. Kwok has also been appointed as a member of the Audit Committee.

## (3) COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of the Company dated 22 March 2024 in relation to, among others, the retirement of independent non-executive Director and non-compliance with the Listing Rules.

Immediately following the appointment of Ms. Kwok, the Company will have (i) three independent non-executive Directors, which would be in compliance with Rule 3.10(1) of the Listing Rules; (ii) three members of the Audit Committee, which would be in compliance with Rule 3.21 of the Listing Rules; and (iii) a diversity of board members, which would be in compliance with Rule 13.92 of the Listing Rules.

# the English translation of Chinese names or words in this announcement, where indicated, is included for information purpose only, and should not be regarded as the official English translation of such Chinese names or words

By order of the Board  
**Gemilang International Limited**  
**Pang Chong Yong**  
*Chairman, Chief Executive Officer and  
Executive Director*

Hong Kong, 21 June 2024

*As at the date of this announcement, the Board comprises (i) Mr. Pang Chong Yong (Chairman and Chief Executive Officer), Mr. Pang Jun Jie and Mr. Yik Wai Peng as executive Directors; and (ii) Ms. Kwok Yuen Lam Sophia, Mr. Huan Yean San and Mr. Andrew Ling Yew Chung as independent non-executive Directors.*