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POU SHENG INTERNATIONAL (HOLDINGS) LIMITED

寶勝國際（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 3813)

**RETIREMENT AND ELECTION OF CHAIRMAN,
CHANGE OF EXECUTIVE DIRECTOR, COMPOSITION OF
BOARD COMMITTEES AND AUTHORISED REPRESENTATIVE,
RESIGNATION OF CHIEF EXECUTIVE OFFICER
AND APPOINTMENT OF ACTING CHIEF EXECUTIVE OFFICER**

The Board announces that with effect from 1 July 2022:

- (1) Mr. Wu, Pan-Tsu will retire from all his positions with the Company, including the Chairman, Executive Director, the chairman of the Nomination Committee and Disclosure Committee, and Authorised Representative;
- (2) Mr. Lee, Shao-Wu will be elected as the Chairman and appointed as the chairman of the Disclosure Committee and Authorised Representative, and will resign as the Chief Executive Officer;
- (3) Mr. Hu, Chia-Ho will be appointed as an Executive Director, and a member of the Nomination Committee and Disclosure Committee;
- (4) Mr. Wang Jun will be appointed as the acting Chief Executive Officer;
- (5) Mr. Feng Lei Ming will be appointed as the chairman of the Nomination Committee; and
- (6) Mr. Liao, Yuang-Wang will be appointed as a member of the Disclosure Committee.

RETIREMENT OF CHAIRMAN, EXECUTIVE DIRECTOR, CHAIRMAN OF NOMINATION COMMITTEE AND DISCLOSURE COMMITTEE AND AUTHORISED REPRESENTATIVE

The board of directors (the “Board”) of Pou Sheng International (Holdings) Limited (the “Company” and together with its subsidiaries, the “Group”) announces that Mr. Wu, Pan-Tsu (“Mr. Wu”) will retire from all his positions with the Company, including (i) the chairman of the Company (the “Chairman”); (ii) an executive director of the Company (“Executive Director”); (iii) the chairman of the Nomination Committee and Disclosure Committee; and (iv) an authorised representative of the Company (“Authorised Representative”) as required under Rule 3.05 of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), with effect from 1 July 2022 for his retirement plan and to devote more time to pursue his other personal commitment.

Mr. Wu has confirmed that he has no disagreement with the Board and that there is no matter in relation to his retirement that needs to be brought to the attention of the shareholders of the Company.

ELECTION OF CHAIRMAN, APPOINTMENT OF CHAIRMAN OF DISCLOSURE COMMITTEE AND AUTHORISED REPRESENTATIVE, AND RESIGNATION OF CHIEF EXECUTIVE OFFICER

Further, the Board is pleased to announce that Mr. Lee, Shao-Wu (“Mr. Lee”) will be elected as the Chairman and appointed as the chairman of the Disclosure Committee and an Authorised Representative with effect from 1 July 2022.

Mr. Lee, aged 58, has been an Executive Director since February 2017. He is also the chief executive officer of the Company (the “Chief Executive Officer”) and a member of the Disclosure Committee. He once was the acting Chief Executive Officer during the period from February to March 2017. Mr. Lee is also a director of certain subsidiaries of the Company. He holds a Master of International Business Administration degree granted by Chinese Culture University in Taiwan and a Bachelor of Mechanical Engineering degree granted by National Central University in Taiwan. Mr. Lee was the managing director of Barits Securities (HK) Ltd before he joined InfoVision Optoelectronics (Kunshan) Co., Ltd., a TFT-LCD panel manufacturer in China, as chief financial officer and vice president of administration center in 2004. Mr. Lee was an executive director of Yue Yuen Industrial (Holdings) Limited (“Yue Yuen”), a company listed on the Stock Exchange and a controlling shareholder of the Company, and the head of strategic investment of Pou Chen Corporation (“PCC”), a company listed on the Taiwan Stock Exchange Corporation and a controlling shareholder of Yue Yuen. Yue Yuen and PCC, through its interests in Yue Yuen, are deemed to be interested in the shares of the Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance (the “SFO”), Chapter 571 of the Laws of Hong Kong.

As at the date of this announcement, Mr. Lee beneficially owns 5,000,000 ordinary shares of the Company and 301,000 ordinary shares of Yue Yuen. Save as disclosed above, Mr. Lee (1) did not hold any directorship in other listed companies in the last three years; (2) does not have other major appointments or professional qualifications; (3) does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company; (4) is not interested or deemed to be interested in any shares or underlying shares of the Company within the meaning of Part XV of the SFO; and (5) does not hold any other position with the Company or any of its subsidiaries.

As at the date of this announcement, a supplementary agreement to the service agreement dated 4 December 2019 has been entered into between the Company and Mr. Lee (the “Supplementary Service Agreement”). Pursuant to the Supplementary Service Agreement, with effect from 1 July 2022, Mr. Lee will be entitled to (1) a salary of HK\$1,200,000 per annum; (2) (if and only if so determined by the Board) a year-end bonus of an amount being payable in cash, shares or otherwise, to be determined by the Board and decided by a resolution on which a majority in number of the members of the Board; and (3) participate in the Company’s, its subsidiary’s or its holding company’s share option, share award or other equity award or subscription scheme which may be adopted from time to time, which are determined by the Board with reference to his responsibilities and prevailing market practices, subject to annual review by the Board and the recommendation of the Remuneration Committee.

The Board further announces that Mr. Lee will resign as the Chief Executive Officer with effect immediately after his election as Chairman becoming effective. Mr. Lee has confirmed that he has no disagreement with the Board and that there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR AND MEMBER OF NOMINATION COMMITTEE AND DISCLOSURE COMMITTEE

The Board is pleased to announce that Mr. Hu, Chia-Ho (“Mr. Hu”) will be appointed as an Executive Director, in place of Mr. Wu, and a member of the Nomination Committee and Disclosure Committee with effect from 1 July 2022.

Mr. Hu, aged 53, graduated from the University of Wisconsin, Madison, the United States of America with a Master’s degree of Science. Mr. Hu is and has been an executive director of Yue Yuen since 20 March 2015. He is also a director of certain subsidiaries of Yue Yuen. Mr. Hu joined PCC in 1997. He is a vice president of PCC and was the head of the human resources department of PCC and became the head of CEO office of PCC on 1 April 2020. He has extensive experience in human resources management and business development. Prior to joining PCC, Mr. Hu had worked with Citibank Taiwan and was responsible for corporate financing and the related businesses. Mr. Hu is and has been an executive director of Eagle Nice (International) Holdings Limited, a company listed on the Stock Exchange, since 1 December 2020.

As at the date of this announcement, Mr. Hu beneficially owns 273,000 ordinary shares of Yue Yuen. Save as disclosed above, Mr. Hu (1) did not hold any directorship in other listed companies in the last three years; (2) does not have other major appointments or professional qualifications; (3) does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company; (4) is not interested or deemed to be interested in any shares or underlying shares of the Company within the meaning of Part XV of the SFO; and (5) does not hold any other position with the Company or any of its subsidiaries.

Mr. Hu will hold office of Executive Director until the next following annual general meeting of the Company and will be eligible for re-election in accordance with the bye-laws of the Company and the Listing Rules. As at the date of this announcement, a service agreement as an Executive Director has been entered into between the Company and Mr. Hu for a term of three years with effect from 1 July 2022 (the “Service Agreement”). Pursuant to the Service Agreement, with effect from 1 July 2022, Mr. Hu will be entitled to (1) a salary of HK\$480,000 per annum; (2) (if and only if so determined by the Board) a year-end bonus of an amount being payable in cash, shares or otherwise, to be determined by the Board and decided by a resolution on which a majority in number of the members of the Board; and (3) participate in the Company’s, its subsidiary’s or its holding company’s share option, share award or other equity award or subscription scheme which may be adopted from time to time, which are determined by the Board with reference to his responsibilities and prevailing market practices, subject to annual review by the Board and the recommendation of the Remuneration Committee.

APPOINTMENT OF ACTING CHIEF EXECUTIVE OFFICER

The Board is pleased to announce that Mr. Wang Jun (“Mr. Wang”), will be appointed as the acting Chief Executive Officer with effect from 1 July 2022.

Mr. Wang, aged 53, is currently an executive vice general manager of the Group, in charge of Brand & Channel Development Division. He is also a director of various subsidiaries of the Company. He joined the Group as a vice president, in charge of Brand and Merchandising Management Department in April 2014. Mr. Wang graduated from the Department of Marketing of the Capital University of Economics and Business in Beijing. He has extensive experience and achievements in strategic planning, sales marketing, product branding and retail operation.

As at the date of this announcement, Mr. Wang beneficially owns 3,782,473 ordinary shares of the Company. Save as disclosed above, Mr. Wang (1) did not hold any directorship in other listed companies in the last three years; (2) does not have other major appointments or professional qualifications; (3) does not have any relationship with any director, senior management or substantial or controlling shareholder of the Company; (4) is not interested or deemed to be interested in any shares or underlying shares of the Company within the meaning of Part XV of the SFO; and (5) does not hold any other position with the Company or any of its subsidiaries.

As at the date of this announcement, an employment contract as the acting Chief Executive Officer has been entered into between the Group and Mr. Wang (the “Employment Contract”). Pursuant to the Employment Contract, with effect from 1 July 2022, Mr. Wang will be entitled to (1) a salary of RMB900,000 per annum; (2) (if and only if so determined by the Board) a year-end bonus of an amount being payable in cash, shares or otherwise, to be determined by the Board and decided by a resolution on which a majority in number of the members of the Board; and (3) participate in the Company’s, its subsidiary’s or its holding company’s share option, share award or other equity award or subscription scheme which may be adopted from time to time, which are determined by the Board with reference to his responsibilities and prevailing market practices, subject to annual review by the Board and the recommendation of the Remuneration Committee.

APPOINTMENT OF CHAIRMAN OF NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Feng Lei Ming (“Mr. Feng”), an independent non-executive director of the Company, will be appointed as the chairman of the Nomination Committee with effect from 1 July 2022.

APPOINTMENT OF MEMBER OF DISCLOSURE COMMITTEE

The Board is pleased to announce that Mr. Liao, Yuang-Whang (“Mr. Liao”), an Executive Director, will be appointed as a member of the Disclosure Committee with effect from 1 July 2022.

GENERAL

Saved as disclosed above, there are no other matters concerning the aforesaid retirement, election, resignation and appointments that need to be brought to the attention of the shareholders of the Company and the Stock Exchange nor any information required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to express its sincere gratitude to Mr. Wu for his invaluable contributions to the Company during his tenure of office, and extend its warmest welcome to Mr. Lee, Mr. Hu, Mr. Wang, Mr. Feng and Mr. Liao on their new appointments.

By Order of the Board
Fan Kam Wing
Company Secretary

Hong Kong, 27 June 2022

As at the date of this announcement, the Board comprises:

Executive Directors

Mr. Wu, Pan-Tsu (Chairman), Mr. Lee, Shao-Wu (Chief Executive Officer) and Mr. Liao, Yuang-Whang

Non-executive Directors

Ms. Tsai Patty, Pei Chun and Mr. Li I-nan

Independent Non-executive Directors

Mr. Chen, Huan-Chung, Mr. Feng Lei Ming and Mr. Liu, Hsi-Liang

Website: www.pousheng.com