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森美(集團)控股有限公司
Summi (Group) Holdings Limited
(incorporated in the Cayman Islands with limited liability)
(Stock code: 00756)

APPOINTMENT OF EXECUTIVE DIRECTORS

INTRODUCTION

References are made to the announcement dated 10 October 2018 jointly issued by Summi (Group) Holdings Limited (the “**Company**”) and Rui Er Holdings Company Limited (the “**Offeror**”) and the composite offer and response document dated 30 November 2018 jointly issued by the Company and the Offeror (the “**Composite Document**”). Capitalised terms used herein shall have the same meanings as those defined in the Composite Document, unless the context herein requires otherwise.

APPOINTMENT OF EXECUTIVE DIRECTORS

As disclosed in the Composite Document, the Offeror intends to nominate Mr. Wu Shaohao (“**Mr. Wu**”) and Mr. Wu Liantao, the son of Mr. Wu, as executive Directors.

The Board is pleased to announce that Mr. Wu and Mr. Wu Liantao have been appointed as executive Directors with effect from 4 December 2018.

The biographical details of Mr. Wu and Mr. Wu Liantao are set out as follows:

Mr. Wu

Mr. Wu Shaohao (吳紹豪先生), aged 51, has over 16 years of management experience in property development in the PRC. Mr. Wu obtained a master of educational leadership degree from the University of Canberra. Mr. Wu has been the chairman of the board of directors of 江蘇瑞爾房地產集團公司 (Jiangsu Ruier Property Development Group Company Limited*) (“**Jiangsu Ruier**”), 上海電子商城有限公司 (Shanghai E-commerce Company Limited) (“**Shanghai E-commerce**”), 瀋陽金沙城置業有限公司 (Shenyang Sands City Property Company Limited*) (“**Shenyang Sands**”) and 江蘇水之源置業有限公司

(Jiangsu Shuizhiyan Property Company Limited*) (“**Jiangsu Shuizhiyan**”) since March 2000. Jiangsu Ruier, Shenyang Sands and Jiangsu Shuizhiyan are principally engaged in property development business and Shanghai E-commerce is principally engaged in operating a wholesale market in Jiading, Shanghai. Mr. Wu is the father of Mr. Wu Liantao.

As at the date of this announcement, Mr. Wu is the sole beneficial owner and the sole director of the Offeror which is interested in 602,980,145 Shares, representing approximately 44.74% of the issued share capital of the Company. Therefore, Mr. Wu is deemed to be interested in the Shares held by the Offeror by virtue of the SFO.

Mr. Wu will enter into a service contract with the Company for an initial term of three years commencing from 4 December 2018 subject to termination by either party giving to the other not less than one month’s prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director’s remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Wu (i) does not have any other interest in the Shares (within the meaning of Part XV of the SFO); (ii) has not served in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) does not hold any other positions in the Company or any of its subsidiaries; and (iv) does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company.

Mr. Wu Liantao

Mr. Wu Liantao (吳聯韜先生), aged 25, graduated from Purdue University in 2016 with the degree of bachelor of science. Mr. Wu Liantao has served as an accounting manager at Signature Homes, a property developer in California from August 2016 to March 2017 and served as an investment manager in Shanghai Sailing Capital Pushi Management Co., Ltd (上海賽領翮玄資產管理有限公司) from September 2017 to November 2018. Mr. Wu Liantao is the son of Mr. Wu.

Mr. Wu Liantao will enter into a service contract with the Company for an initial term of three years commencing from 4 December 2018 subject to termination by either party giving to the other not less than one month’s prior written notice. He will hold office until the next general meeting of the Company and is eligible for re-election at the meeting, and shall be subject to retirement by rotation and re-election in accordance with the articles of association of the Company. He will be entitled to a fixed director’s remuneration and a discretionary bonus which will be determined with reference to his duties and responsibilities and the remuneration policy of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Wu Liantao (i) has not served in any 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 hold any other positions in the Company or any of its subsidiaries; and (iii) does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company.

As at the date of this announcement, Mr. Wu Liantao does not hold any interests in Shares within the meaning of Part XV of the SFO.

Save as disclosed in this announcement, there are no other matters that need to be brought to the attention of the shareholders of the Company regarding the appointment of Mr. Wu and Mr. Wu Liantao and there is no other information that is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to express its warmest welcome to Mr. Wu and Mr. Wu Liantao for joining the Board.

For and on behalf of the Board
Summi (Group) Holdings Limited
Sin Ke
Chairman

Hong Kong, 4 December 2018

As at the date of this announcement, the Board comprises: Mr. SIN Ke, Mr. SAN Kwan, Mr. WU Shaohao, and Mr. WU Liantao as executive Directors; and Mr. ZENG Jianzhong, Mr. ZHUANG Weidong and Mr. ZHUANG Xueyuan as independent non-executive Directors.

* *For identification purpose only*