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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 AND RESIGNATION OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
CHANGE IN COMPOSITION OF THE BOARD COMMITTEE**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Summi (Group) Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Zeng Jianzong (“**Mr. Zeng**”) has tendered his resignation as an independent non-executive Director, member of the audit committee and member of nomination committee of the Company with effect from 31 January 2019 due to the need to focus on his other businesses.

Mr. Zeng has confirmed that (i) he has no claim against the Company in respect of his resignation; (ii) he has no disagreement with the Board; and (iii) there is no matter in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Zeng for his contributions towards the Company during his tenure of office.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF MEMBER OF THE AUDIT COMMITTEE AND NOMINATION COMMITTEE**

The Board is pleased to announce that Mr. Kyaw Sai Hong (“**Mr. Kyaw**”) has been appointed as an independent non-executive Director, a member of audit committee and a member of the nomination committee of the Company with effect from 31 January 2019.

The biographical details of Mr. Kyaw are as follows:

Mr. Kyaw Sai Hong, aged 36, has been the company secretary of Affluent Foundation Holdings Limited, a company listed on the main board of the Stock Exchange of Hong Kong Limited (stock code: 1757), since 2 June 2017. Mr. Kyaw has over 13 years of experience in the fields of accounting and auditing including experience with financial matters of listed companies.

Mr. Kyaw obtained a Bachelor of Arts degree in Accounting and Finance from Leeds Beckett University (formerly named as Leeds Metropolitan University) in July 2004. Mr. Kyaw is currently a practising certified public accountant of the Hong Kong Institute of Certified Public Accountants and has been a member of Hong Kong Institute of Certified Public Accountants since January 2009.

Save as disclosed above, Mr. Kyaw 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 any other position with the Company and other members of the Group or other major appointments and professional qualifications.

Mr. Kyaw does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Kyaw does not have or is not deemed to have any interests or short positions in any shares or underlying shares in or any debentures (as defined under Part XV of the Securities and Futures Ordinance) of the Company.

Mr. Kyaw has entered into a director’s service agreement with the Company for a term of two year commencing on 31 January 2019 subject to rotation and re-election at annual general meeting of the Company in accordance with the articles of association of the Company.

The director’s remuneration of Mr. Kyaw is HK\$120,000 per annum which is determined with reference to his duties and responsibilities within the Company.

Save as disclosed above, there are no other matters relating to the appointment that need to be brought to the attention of the shareholders of the Company and there is no other information that should be disclosed pursuant to paragraphs 13.51(2) of the Listing Rules on the Stock Exchange.

Mr. Kyaw has replaced Mr. Zeng as a member of the audit committee of the Company and a member of the nomination committee of the Company with effect from 31 January 2019.

By Order of the Board  
**Summi (Group) Holdings Limited**  
**Lee Kwok Lun**  
*Company Secretary*

Hong Kong, 31 January 2019

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