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## **FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED**

**匯財金融投資控股有限公司\***

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

**(Stock Code: 8018)**

### **APPOINTMENT OF EXECUTIVE DIRECTOR; CHANGE OF CHIEF EXECUTIVE OFFICER; APPOINTMENT OF VICE CHAIRMAN; CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 7 July 2023:

- (1) Ms. Liu Mung Ting has been appointed as an executive Director;
- (2) Mr. Chan Wai Lung has resigned as the Chief Executive Officer and Ms. Liu Mung Ting has been appointed as the Chief Executive Officer;
- (3) Mr. Chan Wai Lung has been appointed as the Vice Chairman;
- (4) Ms. Lo Wing Sze *BBS, JP* has resigned as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee; and
- (5) Mr. Tang Shu Pui Simon has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

#### **APPOINTMENT OF EXECUTIVE DIRECTOR**

The board (“**Board**”) of directors (“**Directors**”, and each, a “**Director**”) of Finsoft Financial Investment Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 7 July 2023, Ms. Liu Mung Ting (“**Ms. Liu**”) has been appointed as an executive Director.

\* *For identification purposes only*

## CHANGE OF CHIEF EXECUTIVE OFFICER

The Board also announces that with effect from 7 July 2023, (i) Mr. Chan Wai Lung (“**Mr. Chan**”) has resigned as the chief executive officer of the Company (“**Chief Executive Officer**”) due to his appointment as the vice chairman (“**Vice Chairman**”) of the Board; and (ii) Ms. Liu has been appointed as the Chief Executive Officer.

Mr. Chan confirmed that he has no disagreement with the Board and that there is no other matter in connection with his resignation that should be brought to the attention of the shareholders of the Company (“**Shareholders**”) and The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The biographical details of Ms. Liu are set out below:

Ms. Liu, aged 25, obtained a degree of Bachelor of Science (Economics) from the University College London in July 2019 and a degree of Master of Science in International Business from the Hult International Business School in August 2020.

Ms. Liu was a director of Wine Master Holdings Limited, a company principally engaged in wine procurement, sales, and inventory management functions from April 2020 to September 2022. She also worked as an analyst in relation to real estate private equity at M3 Capital Partners (HK) Limited, the Hong Kong office of M3 Capital Partners LLC, a global private equity capital advisory firm which advises real asset companies and fund managers on investment and private equity fund structures and strategic decisions, including restructuring, recapitalization and mergers and acquisitions, from September 2020 to July 2023, whereby she was involved in capital raising for multiple real estate private equity deals across China, Japan, Hong Kong and Vietnam totalling more than US\$3.5 billion equity raised while working with multiple clients and investors including large sovereign wealth funds, pension funds, etc.

Ms. Liu is a daughter of Ms. Tin Yat Yu Carol, the chairman of the Board, an executive Director and a substantial Shareholder (having the meaning ascribed to it in the Rules (“**GEM Listing Rules**”) Governing the Listing of the Securities on GEM of the Stock Exchange).

As at the date of this announcement, save as disclosed in this announcement, Ms. Liu does not (i) hold any other major appointments and professional qualifications; (ii) hold any other positions with the Company or other members of the Group; and (iii) have any relationships with any Directors, senior management, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules).

As at the date of this announcement, Ms. Liu (i) did not hold any directorships in any other listed companies in the last three years; and (ii) is not interested in any shares (“**Shares**”) of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

Pursuant to the service contract entered into between Ms. Liu and the Company, Ms. Liu has been appointed as an executive Director and the Chief Executive Officer for a term commencing from 7 July 2023 to 31 December 2024 unless terminated by not less than one month's notice in writing served by either party on the other. Ms. Liu's directorship in the Company is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company (“**Articles**”) and the GEM Listing Rules. Pursuant to her service contract, Ms. Liu is entitled to a remuneration consisting of a monthly director's fee of HK\$10,000 and a monthly salary of HK\$60,000, which was determined by the Board with reference to her background, qualifications, experience, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter relating to the appointment of Ms. Liu as an executive Director and the Chief Executive Officer that needs to be brought to the attention of the Shareholders and the Stock Exchange.

#### **APPOINTMENT OF VICE CHAIRMAN**

The Board also announces that with effect from 7 July 2023, Mr. Chan has been appointed as the Vice Chairman.

The biographical details of Mr. Chan are set out below:

Mr. Chan, aged 42, was appointed as an executive Director and the Chief Executive Officer with effect from 8 June 2017 and 9 December 2021, respectively. Mr. Chan is currently a director of a number of indirect wholly-owned subsidiaries of the Company.

Mr. Chan has years of experience in business planning and development. Mr. Chan has been a director of Draco International Investment (Holdings) Limited (specialising in designing corporate structures) since July 2013, and a director of Draco Human Resources Management Limited since November 2016. Mr. Chan has been appointed as an independent non-executive director, the chairman of the remuneration committee and a member of each of the audit committee and the nomination committee of China Bozza Development Holdings Limited (a company listed on the Main Board of the Stock Exchange with Stock Code: 1069) with effect from 19 May 2023. Mr. Chan was a non-executive director of Noble Engineering Group Holdings Limited (a company listed on the GEM with Stock Code: 8445) from August 2018 to January 2020.

Mr. Chan was appointed as a business development consultant (招商顧問) by the Management Committee of the Haining Economic Development Zone, Zhejiang Province, the People's Republic of China in April 2017. In October 2017, he obtained his Honorary Doctorate in Business Administration from Sabi University. In November 2019, Mr. Chan completed a postdoctoral research project at California State University Monterey Bay.

Mr. Chan was a director of the following private company incorporated in Hong Kong, which was dissolved by deregistration under section 751 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong):

<b>Name of company</b>	<b>Principal business activity before deregistration</b>	<b>Date of dissolution</b>
Marsa Wild Seafood of Canada Limited	Trading of seafood	7 August 2015

To the best of the knowledge and belief of Mr. Chan, the above company had ceased business and become defunct and was solvent at the time of it being dissolved by deregistration.

As at the date of this announcement, save as disclosed in this announcement, Mr. Chan (i) does not hold any other major appointments and professional qualifications; (ii) does not hold any other positions with the Company or other members of the Group; and (iii) did not hold any directorships in any other listed companies in the last three years.

As at the date of this announcement, Mr. Chan (i) does not have any relationships with any Directors, senior management, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules) of the Company; and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

Pursuant to the service contract entered into between Mr. Chan and the Company (as amended and supplemented from time to time), Mr. Chan has been appointed for a term commencing from 1 January 2021 to 31 December 2023 (both days inclusive), unless terminated by not less than one month's notice in writing served by either party on the other and is subject to retirement by rotation and re-election and other related provisions as stipulated in the Articles and the GEM Listing Rules. Mr. Chan is currently entitled to a remuneration consisting of a monthly director's fee of HK\$10,000 and a monthly salary of HK\$110,000, which was determined by the Board with reference to his background, qualifications, experience, duties and responsibilities within the Group and the prevailing market conditions.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter relating to the appointment of Mr. Chan as the Vice Chairman that needs to be brought to the attention of the Shareholders and the Stock Exchange.

## CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces that with effect from 7 July 2023, (i) Ms. Lo Wing Sze *BBS, JP* (“**Ms. Lo**”) has resigned as an independent non-executive Director and a member of each of the audit committee (“**Audit Committee**”), the nomination committee (“**Nomination Committee**”) and the remuneration committee (“**Remuneration Committee**”) of the Board due to her other commitments which require more of her time; and (ii) Mr. Tang Shu Pui Simon (“**Mr. Tang**”) has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

Ms. Lo confirmed that she has no disagreement with the Board and that there is no other matter in connection with her resignation that should be brought to the attention of the Shareholders and the Stock Exchange.

The biographical details of Mr. Tang are set out below:

Mr. Tang, aged 58, is a practising solicitor and an accredited mediator with the Hong Kong International Arbitration Centre. He is a partner of P. C. Woo & Co., a firm of solicitors with over 70 years of service in Hong Kong.

Mr. Tang is a panel member of the Insurance Appeals Tribunal, legal advisor of the General Agents and Managers Association of Hong Kong, vice president of the Hong Kong Institute of Patent Attorneys Limited, senior legal adviser to Hong Kong Brands Protection Alliance Limited, founding member, board member and honorary legal counsel of Hong Kong-ASEAN Economic Cooperation Foundation, member of the Standing Committee on Standards and Development of the Law Society of Hong Kong, legal advisor to Kitchee (Sports Management) Limited, a co-opted member of the Executive Board of Hong Kong Air Cadet Corps, fellow member of the Hong Kong Institute of Directors, board member of Monte Jade Science and Technology Association of Hong Kong and member of Disciplinary Panel A of the Hong Kong Institute of Certified Public Accountants.

Mr. Tang has been appointed as an independent non-executive director of Virtual Mind Holding Company Limited (formerly known as Runway Global Holdings Company Limited and CEFC Hong Kong Financial Investment Company Limited, a company listed on the Main Board of the Stock Exchange with Stock Code: 1520) (“**Virtual Mind**”) since August 2016. Mr. Tang has been appointed as a member of each of the audit committee, the nomination committee, and the corporate governance committee of Virtual Mind since November 2016. Mr. Tang was a member of the remuneration committee of Virtual Mind from November 2016 to January 2021, and he has been appointed as the chairman of the remuneration committee of Virtual Mind since January 2021.

Mr. Tang was a director of the following private companies incorporated in Hong Kong and dissolved by deregistration:

<b>Name of company</b>	<b>Principal business activity before deregistration</b>	<b>Date of dissolution</b>
Rofta Surveyors Limited	Provision of property related consultancy services	14 March 2014
Borneo Resources Investment Group Limited	Provision of consultancy services	28 January 2022
MediateSolve Limited	Provision of medication services	14 April 2023

Borneo Resources Investment Group Limited and MediateSolve Limited were dissolved by deregistration under section 751 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and Rofta Surveyors Limited was dissolved by deregistration under section 291AA of the predecessor Companies Ordinance (Chapter 32 of the Laws of Hong Kong).

To the best of the knowledge and belief of Mr. Tang, the above companies had ceased business and were solvent at the time of them being dissolved by deregistration.

As at the date of this announcement, save as disclosed in this announcement, Mr. Tang (i) does not hold any other major appointments and professional qualifications; (ii) does not hold any other positions with the Company or other members of the Group; and (iii) did not hold any directorships in any other listed companies in the last three years.

As at the date of this announcement, Mr. Tang (i) does not have any relationships with any Directors, senior management, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules) of the Company; and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

Pursuant to the letter of appointment entered into between Mr. Tang and the Company, Mr. Tang has been appointed as an independent non-executive Director for a term commencing from 7 July 2023 to 31 December 2024 unless terminated by not less than one month's notice in writing served by either party on the other. Mr. Tang's directorship in the Company is subject to retirement by rotation and re-election and other related provisions as stipulated in the Articles and the GEM Listing Rules. Pursuant to his letter of appointment, Mr. Tang is entitled to an annual director's fee of HK\$120,000, which was determined by the Board with reference to his background, qualifications, experience, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter relating to the appointment of Mr. Tang as an independent non-executive Director that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan and Ms. Lo for their significant contributions during their terms of office and express its warm welcome to Ms. Liu and Mr. Tang for joining the Board.

On behalf of the Board  
**Finsoft Financial Investment Holdings Limited**  
**Ms. Tin Yat Yu Carol**  
*Chairman*

Hong Kong, 7 July 2023

*As at the date of this announcement, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Mr. Chan Wai Lung being an executive Director and the Vice Chairman, Ms. Liu Mung Ting being an executive Director and the Chief Executive Officer, Ms. Lam Ching Yee and Ms. Lin Ting being the executive Directors, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Mr. Tang Shu Pui Simon being the independent non-executive Directors.*

*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 “Latest Listed Company Information” page of the website of the Stock Exchange at <https://www.hkexnews.hk> for a minimum period of seven days from the date of its publication and on the website of the Company at [www.finsofthk.com](http://www.finsofthk.com).*