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RISECOMM

瑞斯康

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1679)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
MEMBER OF THE AUDIT COMMITTEE,
MEMBER OF THE REMUNERATION COMMITTEE
AND MEMBER OF THE NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of Risecomm Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Ms. Lo Wan Man (“**Ms. Lo**”) has been appointed as the independent non-executive director, member of the audit committee, member of the remuneration committee and member of the nomination committee of the Company, while Mr. Zou Heqiang (“**Mr. Zou**”) has been appointed as the independent non-executive director and member of the audit committee of the Company, with effective from 29 May 2019.

The biographical details of Ms. Lo are set out as follows:

Ms. Lo, aged 44, has over 20 years of experience in the area of accounting, auditing and financial management for both listed and private companies in Hong Kong and the People’s Republic of China by working in an international accounting firm and other listed companies. She obtained a master of science in finance from City University of Hong Kong in July 2005. She worked at Ernst & Young from March 2001 to December 2003. She was then employed by Emperor Motion Picture (Hong Kong) Limited as finance manager from May 2004 to July 2008. Subsequently, she worked at New World Telecommunications Limited as finance manager in July 2008 until her resignation in March 2010. She was a finance manager of Midland IC&I Limited from May 2011 to January 2014. Since May 2015 she has been employed by MCGI Consultancy Limited as a senior consultant. Since April 2019, she has been appointed as the company secretary and authorized representative of Man Shun Group (Holdings) Limited. Ms. Lo is a certified public accountant of the Hong Kong Institute of Certified Public Accountants since January 2003.

Ms. Lo has entered into an appointment letter (the “**Appointment Letter**”) with the Company for an initial term of three years commencing from 29 May 2019 unless terminated by either the Company or Ms. Lo giving not less than three months’ prior written notice. Ms. Lo is subject to retirement by rotation and re-election in accordance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited

(the “**Listing Rules**”) and the Company’s articles of association. As stated in the Appointment Letter, Ms. Lo is entitled to receive a director’s fee of HK\$120,000 per annum which is subject to review by the Board or its delegated committee with reference to Ms. Lo’s duties and responsibilities as well as the prevailing market conditions. She does not hold other positions with the Company or other members of the Group.

The biographical details of Mr. Zou are set out as follows:

Mr. Zou Heqiang, aged 50, graduated from Shanghai Medical University in 1991 with major in forensic medicine and obtained a master degree in Law from the Shanghai Academy of Social Sciences in 2005. Mr. Zou holds the qualifications of lawyer and deputy chief physician of general surgery.

After graduating from undergraduate degree, Mr. Zou has been engaged in the clinical work and management of pathology research, general surgery and intensive care, and obtained the title of deputy chief physician of general surgery. He changed to the lawyer industry in 2008 and is currently practicing at Shanghai Yingdong Law Firm, mainly focusing on the medical dispute resolution, system construction in the field of medical safety management and contract disputes. Mr. Zou is currently a member of the Medical Health Business Research Committee of Shanghai Bar Association (上海市律師協會醫藥健康業務研究委員會). Mr. Zou was appointed as the legal counsel of the Shanghai Jing’an District Health and Family Planning Commission (上海市靜安區衛生和計劃生育委員會) and the mediator of the Shanghai Jing’an District Medical Dispute Resolution Committee (上海市靜安區醫患糾紛調解委員會). At the same time, he has been employed as the legal advisor for certain companies and has accumulated extensive experiences in corporate compliance and risk control.

Mr. Zou has entered into an appointment letter (the “**Appointment Letter**”) with the Company for an initial term of three years commencing from 29 May 2019 unless terminated by either the Company or Mr. Zou giving not less than three months’ prior written notice. Mr. Zou is subject to retirement by rotation and re-election in accordance with the Listing Rules and the Company’s articles of association. As stated in the Appointment Letter, Mr. Zou is entitled to receive a director’s fee of HK\$120,000 per annum which is subject to review by the Board or its delegated committee with reference to Mr. Zou’s duties and responsibilities as well as the prevailing market conditions. He does not hold other positions with the Company or other members of the Group.

Save as disclosed above, as at the date of this announcement, Ms. Lo and Mr. Zou (i) have not held any other directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) do not have any other major appointments and professional qualifications; (iii) do not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company; and (iv) are not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

Save as disclosed above, there is no further information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters relating to the appointment of Ms. Lo and Mr. Zou that need to be brought to the attention of the shareholders of the Company.

Following the appointment of Ms. Lo and Mr. Zou, the Company (i) has three independent non-executive Directors; (ii) the audit committee of the Company comprised of three members; and (iii) the number of independent non-executive Directors represented a majority of the audit committee, the remuneration committee and the nomination committee of the Company, respectively. Hence, the Company has complied with the requirements under Rule 3.10(1), Rule 3.10A, Rule 3.21 and Rule 3.25 of the Listing Rules and Code Provision A.5.1 of the Corporate Governance Code which is set out under Appendix 14 to the Listing Rules.

The Board would like to take this opportunity to express its warm welcome to Ms. Lo and Mr. Zou in joining the Board.

By Order of the Board
Risecomm Group Holdings Limited
Yue Jingxing
Executive Director and Chief Executive Officer

Hong Kong, 29 May 2019

As at the date of this announcement, the executive Directors are Mr. Yue Jingxing, Mr. Zhang Youyun and Mr. Lau Wai Leung, the non-executive Directors are Mr. Wang Shiguang, Mr. Zhou, Francis Bingrong, Alfred and Mr. Cheung Fan and the independent non-executive Directors are Mr. Ong King Keung, Ms. Lo Wan Man and Mr. Zou Heqiang.