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**Vinda International Holdings Limited**

**維達國際控股有限公司**

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

**(Stock Code: 3331)**

**RESIGNATION OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND CHANGE OF MEMBERS OF BOARD COMMITTEES  
AND  
NON-COMPLIANCE WITH RULES 3.10A AND 3.25 OF  
THE LISTING RULES AND CODE PROVISION A.5.1 OF  
THE CORPORATE GOVERNANCE CODE**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
CHANGE OF MEMBERS OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Vinda International Holdings Limited (the “**Company**”) announces that, Mr. CHIA Yen On (“**Mr. CHIA**”) has tendered his resignation as an independent non-executive Director, and ceased to be a member of the nomination committee of the Company (the “**Nomination Committee**”), the remuneration committee of the Company (the “**Remuneration Committee**”) and the strategic development committee of the Company with effect from 12 September 2020 due to his other work commitments.

Mr. CHIA has confirmed that he has no claim against the Company in respect of his resignation and there are no disagreements with the Board. There are no other matters in relation to his resignation which should be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to thank Mr. CHIA for his valuable contributions to the Company during his tenure of office.

## **NON-COMPLIANCE WITH RULES 3.10A AND 3.25 OF THE LISTING RULES AND CODE PROVISION A.5.1 OF THE CORPORATE GOVERNANCE CODE**

According to Rule 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), the Company is required to appoint independent non-executive directors representing at least one-third of the Board. According to Code Provision A.5.1 of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules (the “**Corporate Governance Code**”) and the terms of reference of the Nomination Committee, the Nomination Committee shall comprise a majority of independent non-executive Directors.

Further, according to Rule 3.25 of the Listing Rules and the terms of reference of the Remuneration Committee, the Remuneration Committee shall comprise a majority of independent non-executive Directors.

Following the resignation of Mr. CHIA, the Company has only three independent non-executive Directors, which results in (i) the current number of independent non-executive Directors falling below the minimum number as required under Rule 3.10A of the Listing Rules; (ii) the Company no longer meets the composition requirements for the Nomination Committee as required under Code Provision A.5.1 of the Corporate Governance Code and the terms of reference of the Nomination Committee; and (iii) the Company no longer meets the composition requirements for the Remuneration Committee as required under Rule 3.25 of the Listing Rules and the terms of reference of the Remuneration Committee.

The Company is currently identifying a suitable candidate to be appointed as an independent non-executive Director to meet the above requirements set out in the Listing Rules, the Corporate Governance Code and the terms of reference of the Nomination Committee and the Remuneration Committee as soon as practicable. Further announcement(s) will be made as and when appropriate.

By order of the Board  
**Vinda International Holdings Limited**  
**Li Chao Wang**  
*Chairman*

Hong Kong, 12 September 2020

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

*Executive Directors:*

Mr. LI Chao Wang  
Ms. YU Yi Fang  
Mr. Johann Christoph MICHALSKI  
Ms. LI Jielin  
Mr. DONG Yi Ping

*Non-executive Directors:*

Mr. Jan Christer JOHANSSON  
Mr. Carl Magnus GROTH  
Mr. Carl Fredrik Stenson RYSTEDT

*Independent Non-executive Directors:*

Ms. LEE Hsiao-yun Ann  
Mr. TSUI King Fai  
Mr. WONG Kwai Huen, Albert

*Alternate Directors:*

Mr. Gert Mikael SCHMIDT (alternate to Mr. JOHANSSON and Mr. GROTH)  
Mr. Dominique Michel Jean DESCHAMPS (alternate to Mr. RYSTEDT)