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中國寶沙發展控股有限公司
China Bozza Development Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1069)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
CHANGES IN COMPOSITION IN BOARD COMMITTEES
AND
WITHDRAWAL OF ORDINARY RESOLUTION NO. 2B
AT THE 2020 ANNUAL GENERAL MEETING**

The Board of directors (the “**Board**”) of China Bozza Development Holdings Limited (the “**Company**”) announces that Mr. Liang Guoxin (“**Mr. Liang**”) has tendered his resignation as an independent non-executive Director of the Company in order to devote more time on his personal health problem, effective on 15 June 2020. Accordingly, he would ceased to be a member of the audit committee of the Board (the “**Audit Committee**”), the member of the nomination committee of the Board (the “**Nomination Committee**”) and the chairman of the remuneration committee of the Board (the “**Remuneration Committee**”) on 15 June 2020.

Mr. Liang has confirmed that there is no disagreement with the Board and he is not aware of any matters that need to be brought to the attention of the Shareholders or the Stock Exchange in relation to his resignation.

The Board takes this opportunity to expresses its sincere gratitude to Mr. Liang for his valuable contribution to the Company during his tenure of office.

In the event that no new independent non-executive Director is appointed by the Company following the effective resignation of Mr. Liang on 15 June 2020, the Board would comprises seven members, including five Executive Directors and two Independent Non-Executive Directors. Also, in such event, each of the Audit Committee, Nomination Committee and Remuneration Committee would comprises two members only. Therefore, in such event, the Board may not meet the requirements under Rules 3.10(1), 3.10A, 3.21 and 3.25 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and under Code Provision A.5.1 of the Corporate Governance Code (the “**CG Code**”) set out in Appendix 14 to the Listing Rules. The Board will seek to identify and appoint a new independent non-Executive Director, a new chairman of the Remuneration Committee and a new member of the Audit Committee and Nomination Committee as soon as practicable and in any event within three months from 15 June 2020 as required in Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement as and when appropriate.

WITHDRAWAL OF ORDINARY RESOLUTION NUMBERED 2B AT THE AGM

Reference is made to (i) the notice of annual general meeting dated 14 May 2020 (the “**AGM Notice**”) and form of proxy (the “**Proxy Form**”) issued by the Company in relation to the annual general meeting to be held at 10:30 a.m. on Monday, 15 June 2020 at Rooms 1002–1003, 10/F, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong (the “**AGM**”); and (ii) the announcement of the Company dated 15 May 2020 regarding the resignation of Mr. Wong Hiu Tung. Due to the resignation of Mr. Wong Hiu Tung, the ordinary resolution numbered 2B in respect of the re-election of Mr. Wong Hiu Tung as an executive Director as set out in the AGM Notice and the Proxy Form is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company at the AGM.

Those forms of proxy already lodged by shareholders of the Company remain valid except that no poll will be conducted or counted for the ordinary resolution numbered 2B.

Shareholders of the Company are reminded to read the AGM Notice, including its notes, for details in respect of other resolutions which will remain scheduled for consideration and approval at the AGM, eligibility for attending the AGM, proxy and other relevant matters.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board of
China Bozza Development Holdings Limited
Professor Fei Phillip
Chairman and Executive Director

Hong Kong, 3 June 2020

As at the date of this announcement, the executive Directors are Professor Fei Phillip, Mr. Li Wenjun, Ms. Feng Jiamin, Ms. Lu Wei and Mr. Wang Yue. The independent non-executive Directors are Ms. Tian Guangmei, Mr. Liang Guoxin and Mr. Liu Zhaoxiang.