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**ORIENT OVERSEAS (INTERNATIONAL) LIMITED**

**東方海外（國際）有限公司\***

*(Incorporated in Bermuda with members' limited liability)*

**(Stock Code: 316)**

- (1) RESIGNATION OF EXECUTIVE DIRECTOR AND MEMBER OF EXECUTIVE COMMITTEE, REMUNERATION COMMITTEE, INSIDE INFORMATION COMMITTEE AND RISK COMMITTEE;**  
**(2) WITHDRAWAL OF ORDINARY RESOLUTION NUMBERED 3(c) AT THE ANNUAL GENERAL MEETING TO BE HELD ON 20TH MAY 2022;**  
**AND**  
**(3) SUPPLEMENTAL INFORMATION REGARDING AGM CIRCULAR AND RE-ELECTION OF DIRECTORS**

**RESIGNATION OF EXECUTIVE DIRECTOR AND MEMBER OF EXECUTIVE COMMITTEE, REMUNERATION COMMITTEE, INSIDE INFORMATION COMMITTEE AND RISK COMMITTEE**

The Board of Directors (the “Board”) of Orient Overseas (International) Limited (the “Company”) announces that Mr. Feng Boming has resigned as an Executive Director of the Company and ceased as a member of the Executive Committee, the Remuneration Committee, the Inside Information Committee and the Risk Committee of the Company, all with effect from 28th April 2022 due to change in work arrangements.

Mr. Feng has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Feng for his important contribution to the Company during his term of office.

**WITHDRAWAL OF ORDINARY RESOLUTION NUMBERED 3(c) AT THE ANNUAL GENERAL MEETING TO BE HELD ON 20TH MAY 2022 (“AGM”)**

References are made to (i) the circular of the Company (the “AGM Circular”), (ii) the notice of AGM (the “AGM Notice”), both dated 14th April 2022, and (iii) the form of proxy for AGM (the “Proxy Form”), in relation to the resolutions proposed for consideration and approval at the AGM.

*\* For identification purpose only*

As a result of Mr. Feng's resignation, the ordinary resolution numbered 3(c) in respect of the re-election of Mr. Feng as an Executive Director of the Company as set out in the AGM Circular, the AGM Notice and the Proxy Form is no longer applicable, and will not be put forward at the AGM for consideration and approval by the shareholders of the Company.

Save for the abovementioned change, all information and content as set out in the AGM Circular, the AGM Notice and the Proxy Form will remain unchanged. The Proxy Form shall remain valid except that no vote will be taken or counted for ordinary resolution numbered 3(c).

## **SUPPLEMENTAL INFORMATION REGARDING THE AGM CIRCULAR AND THE RE-ELECTION OF DIRECTORS**

Reference is further made to the AGM Circular in relation to, among others, the re-election of Directors and the AGM Notice.

As disclosed in the biographical details of Dr. Chung Shui Ming Timpson, an Independent Non-Executive Director of the Company subject to re-election at the AGM, set out on pages 15 to 16 of the AGM Circular, Dr. Chung is holding directorship in six other listed companies in Hong Kong in addition to his directorship in the Company. Pursuant to code provision B.3.4 of the Corporate Governance Code under Appendix 14 to the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited, the Board should set out in the AGM Circular why the Board believes Dr. Chung would still be able to devote sufficient time to the Board. In this regard, the Company wishes to provide the following supplemental information regarding the AGM Circular and the re-election of Directors.

The Board has noted that Dr. Chung is an independent non-executive director of seven listed companies (including the Company). The Board has taken into account each of the re-electing Directors' contribution and performance in assessing whether he/she will be able to devote sufficient time and attention to participate in the affairs of the Company according to the nomination policy of the Company, which is summarised in the annual report of the Company for the year ended 31st December 2021. In addition, the Company has also taken into account the skills, knowledge and experience of the re-electing Directors in assessing the possible contribution by each of the re-electing Directors to the Company. During the year 2021, Dr. Chung attended and actively participated in all Board meetings and relevant committee meetings of the Company. He has also disclosed to the Company the nature and time commitment of the offices held by him in public companies or organizations and other significant commitments during the year 2021. On that basis, the Board considers that Dr. Chung has devoted and would be able to devote sufficient time to the Board.

By order of the Board  
**Orient Overseas (International) Limited**  
**XIAO Junguang**  
*Company Secretary*

Hong Kong, 28th April 2022

As at the date of this announcement, the Directors of the Company are:

|                                      |   |
|--------------------------------------|---|
| Executive Directors:                 | Mr. WAN Min, Mr. HUANG Xiaowen and Mr. YANG Zhijian   |
| Non-Executive Directors:             | Mr. TUNG Lieh Cheung Andrew, Mr. YAN Jun, Ms. WANG Dan and Mr. IP Sing Chi  |
| Independent Non-Executive Directors: | Mr. CHOW Philip Yiu Wah, Dr. CHUNG Shui Ming Timpson, Mr. YANG Liang Yee Philip, Ms. CHEN Ying and Mr. SO Gregory Kam Leung |