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THEME INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 990)

(I) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;

(II) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND

(III) UPDATES ON NON-COMPLIANCE WITH THE LISTING RULES

(I) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is also pleased to announce that with effect from 6 July 2022, Ms. Chan Lai Ping (陳麗屏) (“**Ms. Chan**”) has been appointed as an independent non-executive Director.

The biographies of Ms. Chan are set out below:

Ms. Chan, aged 38, has been appointed as an independent non-executive Director, a member of the audit committee, a member of the remuneration committee and a member of the nomination committee, all with effect from 6 July 2022.

Ms. Chan holds a degree of Bachelor of Business Administration (Honours) (Major in Accounting) from Lingnan University in Hong Kong. She is a registered member of Hong Kong Institute of Certified Public Accountants.

Ms. Chan is the financial controller and company secretary of China Demeter Financial Investments Limited (whose shares are listed on GEM of the Stock Exchange, Stock Code: 8120) (“**China Demeter**”). Before she joined China Demeter, she worked in various local and international audit firms for around eight years. Ms. Chan is also currently the independent non-executive director of Power Financial Group Limited (whose shares are listed on the Stock Exchange, Stock Code: 397).

Ms. Chan has entered into an appointment letter with the Company in relation to her appointment as an independent non-executive Director for a term of one year commencing from 6 July 2022 unless terminated by at least one month's written notice served by either party at any time during the then existing term. Ms. Chan is subject to retirement by rotation and re-election at the next general meeting of the Company in accordance with the Bye-laws of the Company. Ms. Chan is entitled to receive a monthly director's fee of HK\$10,000, which is determined with reference to her duties and responsibilities and the prevailing market conditions. Ms. Chan is not entitled to discretionary bonus.

Save as disclosed above, Ms. Chan (i) does not hold any other directorships in the last three years preceding the date of this announcement in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Directors, senior management of the Company, or substantial or controlling shareholders of the Company; (iii) does not hold any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement; and (iv) does not have any other matters that need to be brought to the attention of the shareholders of the Company nor any other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend its warm welcome to Ms. Chan to the Board.

(II) CHANGE IN COMPOSITION OF BOARD COMMITTEES

With effect from 6 July 2022, Ms. Chan has been appointed as a member of the audit committee, a member of the remuneration committee and a member of the nomination committee.

(III) UPDATES ON NON-COMPLIANCE WITH THE LISTING RULES

Following the appointment of Ms. Chan, the Company has fully complied with the requirements as set out in Rules 3.10A, 3.10(1) and 3.21 of the Listing Rules.

By Order of the Board
Theme International Holdings Limited
Wu Lei
Executive Director

Hong Kong, 6 July 2022

As at the date of this announcement, the executive Directors are Mr. Jiang Jiang, Mr. Wu Lei and Ms. Chen Jing; the non-executive Directors are Mr. Ding Lin, Mr. Wang Zhenhui and Mr. Kang Jian; and the independent non-executive Directors are Mr. Liu Song, Ms. Kent Shun Ming and Ms. Chan Lai Ping.