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Artini Holdings Limited

雅天妮集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 789)

CHANGE OF EXECUTIVE DIRECTOR, CHANGE OF CHIEF EXECUTIVE, CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHANGE OF COMPOSITION OF BOARD COMMITTEES AND CHANGE OF AUTHORISED REPRESENTATIVE

RESIGNATION OF EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Artini Holdings Limited (the “**Company**”) hereby announces that Ms. Yu Zonglian has tendered her resignation as an executive Director and Mr. Tse Kin Lung has tendered his resignation as an executive Director and Chief Executive with effect from 29 November 2023 due to their intention to concentrate on other business commitments.

Each of Ms. Yu and Mr. Tse has confirmed that he/she has no disagreement with the Board and there are no other matters in relation to his/her resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Ms. Yu and Mr. Tse for their valuable contribution made to the Company during their tenure of offices.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that Mr. Lau Fai Lawrence has tendered his resignation as an independent non-executive Director, the chairman of audit committee (the “**Audit Committee**”) and nomination committee of the Company (the “**Nomination Committee**”) and member of the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 29 November 2023 due to his intention to concentrate on other business commitments.

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

The Board would like to express its sincere gratitude to Mr. Lau for his valuable contribution made to the Company during his tenure of offices.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Chen Shaojia (陳紹嘉) will be appointed as an executive Director and Chief Executive of the Company with effect from 29 November 2023.

The biographical details of Mr. Chen Shaojia is set out as follows:

Mr. Chen Shaojia (陳紹嘉), aged 42, has over 20 years of experiences in enterprise management, strategy formulation and finance. Since June 2018, Mr. Chen Shaojia has been the executive director of Hengji Cultural Information Technology (Shenzhen) Co., Ltd* (恒基文化信息科技(深圳)有限公司). From August 2017 to September 2018, he was the deputy general manager and chief financial officer of Shenzhen Qiantai Energy Regeneration Technology Co., Ltd* (深圳乾泰能源再生技術有限公司). From January 2007 to December 2015, he had been the financial manager, chief financial officer, deputy general manager and directors in various subsidiaries of Veson Holdings Limited (formerly known as SCUD Group Limited), a company listed on the Stock Exchange (Stock Code: 1399), and his last position was a director of SCUD Power (Shenzhen) Co., Ltd* (飛毛腿電源(深圳)有限公司).

Mr. Chen Shaojia obtained a bachelor's degree in accounting from Fuzhou University and a master's degree in business administration from School of Business of Hong Kong Baptist University in December 2007 and November 2013, respectively. He was qualified as a Senior Accountant and a Senior Economist by Shenzhen City Senior Professional Title Evaluation Committee in Accounting Sector and Shenzhen City Secondary Senior Economist Title Evaluation Committee in July 2020 and April 2023, respectively. He obtained the International Accountant Qualification Certificate issued by China Association of Chief Financial Officers in November 2017. Mr. Chen Shaojia obtained Senior International Finance Manager Certificate jointly issued by China Association of Chief Financial Officers and Association of International Accountants in August 2012, and Certified Senior Enterprise Risk Manager Certificate issued by Asia Association of Risk and Crisis Management in October 2012, respectively.

Mr. Chen Shaojia has received numerous prestigious public honors and appointments. He was awarded the Certificate for High-Level Professional in Shenzhen by the Human Resources and Social Security Bureau of Shenzhen Municipality in December 2015 and the Certificate of Outstanding Professionals List of the 2020 Guangdong-Hong Kong-Macao Greater Bay Area Enterprises Innovative Power List by the Federation of Shenzhen Industries in May 2021. He was appointed as a mediation specialist of the Jewellery Industry (Joint) Rights Defense Center by the Shenzhen Luohu Genuine Traceability Jewellery Technology Research Institute in November 2019 and was appointed as a mediator by the Luohu People's Mediation Committee of Jewellery Industry in June 2021. And he was awarded the Certificate of Recognized International Arbitrator by International Dispute Resolution and Risk Management Association in August 2020.

Mr. Chen Shaojia has entered into a service contract with the Company, pursuant to which he will be appointed for an initial term of three years commencing from 29 November 2023. Mr. Chen Shaojia is subject to retirement by rotation and re-election at the annual general meeting in accordance with the bye-laws of the Company. Mr. Chen Shaojia is entitled to a director's fee of HK\$300,000 per annum without any variable remuneration payable as director fee. Such emolument has been determined with reference to his duties and responsibilities with the Company, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Chen Shaojia (i) has not held any other directorships in any public companies of which the securities are listed on any securities market in Hong Kong or overseas in the past three years; (ii) has not held any other positions in the Company and its subsidiaries; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iv) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as at the date of this announcement, Mr. Chen Shaojia has confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company in connection with his appointment and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The Board would like to express its welcome to Mr. Chen Shaojia for joining the Board.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that, Mr. Yuen Wai Kin (袁偉健) will be appointed as an independent non-executive Director with effect from 29 November 2023. Mr. Yuen will also be appointed as the chairman of the Audit Committee, member of the Remuneration Committee and the chairman of the Nomination Committee with effect from 29 November 2023.

The biographical details of Mr. Yuen Wai Kin is set out as follows:

Mr. Yuen Wai Kin (袁偉健), aged 38, has over 13 years of experience in accounting, finance and corporate secretarial matters gained from international accounting firm and Hong Kong listed companies. Since November 2022, Mr. Yuen has acted as the chief financial officer of DRJ Limited, a Hong Kong Trust or Company Service Provider licensed by Hong Kong Companies Registry and major subsidiary of Rogue Station Companies Inc (of which shares are trading in U.S. OTC markets, stock code: RGST). In addition, since October 2019, he has also acted as the sole director of RJK Professional Service Limited, a private limited company incorporated in Hong Kong, which provides training service in area of regulatory compliance and corporate governance practices. Prior to joining DRJ Limited, from March 2022 to May 2022, he served as Senior Finance Manager and Company Secretary of Domaine Power Holdings Limited (formerly known as Hifood Group Holdings Co., Limited, a company listed on the Stock Exchange, Stock Code: 442). From March 2020 to December 2021, Mr. Yuen worked at Gemilang International Limited, a company listed on the Stock Exchange (Stock Code: 6163), and his last position was Group Financial Controller and Company Secretary.

Mr. Yuen obtained a bachelor's degree in accountancy and a master's degree in corporate governance from The Hong Kong Polytechnic University in October 2009 and August 2018 respectively. He is a Chartered Secretary and a Chartered Governance Professional and a member of The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute in the United Kingdom. Mr. Yuen is also a member of The Hong Kong Institute of Certified Public Accountants.

Under the appointment letter entered into between Mr. Yuen and the Company, Mr. Yuen will be appointed for a term of one year commencing from 29 November 2023 with an annual remuneration of HK\$120,000, which is determined on the basis of his duties and responsibilities with the Company and prevailing market conditions. He will hold office until the next annual general meeting of the Company and will retire at that general meeting but will be eligible for re-election pursuant to the bye-laws of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Yuen (i) has not held any other directorships in any public companies of which the securities are listed on any securities market in Hong Kong or overseas in the past three years; (ii) has not held any other positions in the Company and its subsidiaries; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and (iv) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, as of the date of this announcement, Mr. Yuen has confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company in connection with his appointment and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

The Board would like to express its welcome to Mr. Yuen for joining the Board.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board further announces that, Mr. Chen Long will be appointed an authorized representative of the Company under Rule 3.05 of the Listing Rules and an authorised representative for accepting service of process or notice in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 29 November 2023.

Mr. Tse Hoi Chau will cease to be an authorized representative of the Company under Rule 3.05 of the Listing Rules and an authorised representative for accepting service of process or notice in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 29 November 2023.

By order of the Board
Artini Holdings Limited
Chen Long
Chairman and executive Director

Hong Kong, 28 November 2023

* *For identification purpose only and should not be regarded as the official English translation of the Chinese names. In the event of any inconsistency, the Chinese name prevails.*

As at the date of this announcement, the executive Directors are Mr. Chen Long (Chairman), Mr. Tse Hoi Chau, Ms. Yu Zhonglian and Mr. Tse Kin Lung (Chief Executive); and the independent non-executive Directors are Mr. Lau Fai Lawrence, Mr. Lau Yiu Kit and Mr. Ma Sai Yam.