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TEXWINCA HOLDINGS LIMITED

德永佳集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 321)

Websites: <http://www.texwinca.com/>

<http://www.irasia.com/listco/hk/texwinca/>

RETIREMENT OF EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER; CHANGES IN THE COMPOSITION OF BOARD COMMITTEES; AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board hereby announces that:

- (i) Mr. Ting Kit Chung by reason of retirement will resign as an Executive Director and Chief Executive Officer of the Company with effect from 1 January 2024. Following Mr. Ting's retirement as an Executive Director of the Company, he will cease to be a member of the Nomination Committee and the Remuneration Committee of the Company on the same date; and
- (ii) Mr. Ting Kit Chung will also cease to act as the Authorized Representative under Rule 3.05 of the Listing Rules and Mr. Ho Lai Hong, an executive director, will be appointed to act as the Authorised Representative with effect from 1 January 2024.

The board of directors (the “**Board**”) of Texwinca Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) hereby announces that:

1. Retirement of Executive Director and Chief Executive Officer

Mr. Ting Kit Chung by reason of retirement will resign as an Executive Director and Chief Executive Officer of the Company with effect from 1 January 2024. Following Mr. Ting's retirement as an Executive Director of the Company, he will cease to be a member of the Nomination Committee and the Remuneration Committee of the Company on the same date.

Mr. Ting has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company.

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

** For identification purposes only*

2. Appointment of Chief Executive Officer

Following Mr. Ting's retirement, Mr. Ho Lai Hong, an Executive Director, will be appointed as the Chief Executive Officer on the same date. Biographical details of Mr. Ho are set out in the Company's announcement dated 8 November 2023. As at the date of this announcement, there has been no change in such information.

The Board would like to welcome Mr. Ho for taking up the newly appointed position of the Company.

3. Changes in the Composition of Board Committees

Following Mr. Ting's retirement as an Executive Director of the Company, he will cease to be a member of the Nomination Committee and the Remuneration Committee of the Company and the respective Board Committee of even date comprises the following members:

Nomination Committee

Cheng Shu Wing (*Chairman*)
Law Brian Chung Nin
Ho Lai Hong

Remuneration Committee

Cheng Shu Wing
Law Brian Chung Nin
Ho Lai Hong

4. Change of Authorised Representative

Mr. Ting Kit Chung will also cease to act as an authorized representative of the Company (the "**Authorised Representative**") under Rule 3.05 of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited and Mr. Ho Lai Hong will be appointed to act as the Authorised Representative with effect from 1 January 2024.

On behalf of the Board

Poon Bun Chak

Executive Chairman

Hong Kong, 15 December 2023

As at the date of this announcement, the executive directors of the Company are Mr. Poon Bun Chak, Mr. Ting Kit Chung, Mr. Ho Lai Hong and Mr. Poon Ho Tak; and the independent non-executive directors of the Company are Mr. Cheng Shu Wing and Mr. Law Brian Chung Nin.