

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



凱知樂

Kidsland International Holdings Limited

凱知樂國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2122)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) NON-COMPLIANCE WITH THE LISTING RULES;
AND
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEE**

RESIGNATION

The board of directors of Kidsland International Holdings Limited (the “**Company**”, the “**Directors**” and the “**Board**”, respectively) hereby announces that Dr. Lam Lee G. (“**Dr. Lam**”) has tendered his resignation letter (the “**Resignation Letter**”) to the Board to resign as an independent non-executive Director (the “**INED**”) with effect from 18 April 2024 due to his other business activities.

Upon Dr. Lam’s resignation, he also ceased to be a member and the chairman of the nomination committee of the Board (the “**Nomination Committee**”) and a member of the audit committee of the Board (the “**Audit Committee**”).

In the Resignation Letter, Dr. Lam confirmed that he has no disagreement with the Board and there is no matter relating 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 Dr. Lam for his valuable contribution to the Company during his tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES

Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) provide that the board of directors of a listed issuer must include at least three INEDs and these INEDs must represent at least one-third of the board. Rule 3.21 of the Listing Rules provides that the Audit Committee shall comprise at least three members.

Following the resignation of Dr. Lam, the Company has failed to comply with the requirements as set out in Rules 3.10(1), 3.10A and 3.21 of the Listing Rules.

In order to ensure compliance with the Listing Rules, the Company will make its best endeavour to identify suitable candidate to fill the casual vacancy of the Board and appoint appropriate person to the Audit Committee. Further announcement(s) will be made in this regard as and when appropriate in accordance with the requirements of the Listing Rules.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

Following the resignation of Dr. Lam, with effect from 19 April 2024, Mr. Lee Ching Yiu has been appointed as a member and the chairman of the Nomination Committee in place of Dr. Lam.

By order of the Board
Kidsland International Holdings Limited
Lee Ching Yiu
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 19 April 2024

As of the date of this announcement, the Board comprises the executive Directors, namely Mr. Lee Ching Yiu (Chairman and Chief Executive Officer) and Ms. Zhong Mei; the non-executive Director, namely Mr. Du Ping; and the INEDs, namely Mr. Cheng Yuk Wo and Mr. Huang Lester Garson.