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Stella International Holdings Limited
九興控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1836)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Stella International Holdings Limited (the “**Company**”, and together with its subsidiaries, collectively referred to as the “**Group**”) announces the following changes in the members of the Board as well as the composition of various committees of the Board.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Chen Johnny, who will retire from office by rotation at the upcoming annual general meeting of the Company to be held on 11 May 2023 (the “**Annual General Meeting**”) in accordance with the Company’s articles of association (the “**Articles**”), has decided not to offer himself for re-election at the Annual General Meeting due to his desire to devote more time to his other business commitments. Accordingly, he will retire from his position as an independent non-executive Director, the chairman of the nomination committee (the “**Nomination Committee**”) and a member of the audit committee (the “**Audit Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Board, with effect from the conclusion of the Annual General Meeting.

Mr. Chen Johnny has been appointed as an independent non-executive Director since 2009. Mr. Chen has confirmed that he has no disagreement with the Board and that he is not aware of any matters relating to his retirement that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board would like to express its gratitude to Mr. Chen for his valuable contributions to the Group during his tenure in the Group.

* *For identification purpose only*

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that with effect from 16 March 2023, Ms. Wan Sin Yee, Sindy (“**Ms. Wan**”) has been appointed as an independent non-executive Director, and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee. Upon the retirement of Mr. Chen from the Board, Ms. Wan shall succeed him as the chairwoman of the Nomination Committee.

Biographical details of Ms. Wan are summarised as follows:

Ms. Wan, aged 49, was a Managing Director at the investment banking division of Goldman Sachs Asia L.L.C., which she left in 2015 after spending 13 years at the firm. She worked at management consulting firm A.T. Kearney after earning a Bachelor’s degree in Business Administration from The Chinese University of Hong Kong. She also holds a Master of Business Administration degree from the Wharton School and a Master of Arts degree in International Studies from the Lauder Institute from the University of Pennsylvania.

Ms. Wan had not held any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this announcement, nor does she hold any other major appointments or professional qualifications or any other positions with the Company or other members of the Group as at the date of this announcement save as disclosed above.

Ms. Wan has entered into a service agreement with the Company for a term of three years commencing on 16 March 2023 subject to retirement by rotation at least once every three years and re-election at annual general meetings of the Company in accordance with the Articles. Pursuant to the service agreement, Ms. Wan is entitled to a director’s fee of HK\$510,000 per annum. The director’s fee for Ms. Wan is determined by the Board following review by the Remuneration Committee with reference to her skill, knowledge and expected involvement in the Group’s affairs, profitability of the Group, remuneration benchmarks in the industry, and prevailing market conditions.

As at the date of this announcement, Ms. Wan does not have 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. She does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company as at the date of this announcement. The Board is of the view that she has met the independence guidelines set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders nor any information to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules relating to the appointment of Ms. Wan.

The Board would like to express its warm welcome to Ms. Wan on the Board.

By order of the Board
Stella International Holdings Limited
Chen Li-Ming, Lawrence
Chairman

Hong Kong, 16 March 2023

As at the date of this announcement, the executive Directors are Mr. Chen Li-Ming, Lawrence, Mr. Chi Lo-Jen, Mr. Gillman Charles Christopher and Mr. Chiang Yi-Min, Harvey; and the independent non-executive Directors are Mr. Chen Johnny, Mr. Bolliger Peter, Mr. Chan Fu Keung, William, BBS, Mr. Yue Chao-Tang, Thomas, Ms. Shi Nan Sun and Ms. Wan Sin Yee, Cindy.