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TEMPUS

騰邦控股

TEMPUS HOLDINGS LIMITED

騰邦控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 06880)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF NOMINATION COMMITTEE AND OF REMUNERATION COMMITTEE AND MEMBER OF AUDIT COMMITTEE

Reference is made to the announcement of Tempus Holdings Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) dated 1 December 2020 in relation to the stepping down of Mr. Han Biao as an independent non-executive director, the chairman of the nomination committee and of the remuneration committee, as well as a member of the audit committee of the Company with effect from 1 December 2020.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that Mr. Cheng Tsz Lok (“**Mr. Cheng**”) has been appointed as an independent non-executive Director, the chairman of the nomination committee and of the remuneration committee, as well as a member of the audit committee of the Company with effect from 28 February 2021.

Mr. Cheng, aged 31, is the chief investment officer of China Daisy Asset Management Limited (“**China Daisy Asset**”). He holds a Specialist Certificate in Securities and Asset Management issued by Hong Kong Securities and Investment Institute. Mr. Cheng served as financial manager and head of finance of Grand Fortune Property Development Limited (大鴻地產發展有限公司) from March 2013 to February 2017. From March 2018 till now, Mr. Cheng has served as the chief operating officer, investment director and chief investment officer of China Daisy Asset. He obtained the Bachelor of Science in Computer Science with Business and Management from The University of Manchester in 2011.

Mr. Cheng has entered into a letter of appointment with the Company for a term of three years commencing from 28 February 2021. Mr. Cheng is entitled to a director’s fee of HK\$200,000 per annum which has been reviewed by the remuneration committee of the Company and determined by the Board with reference to his duties and responsibilities and the prevailing market conditions. Pursuant to the Company’s articles of association, Mr. Cheng is subject to retirement and re-election at the next general meeting of the Company after his appointment, and in the case that he is re-elected, he is subject to retirement by rotation and re-election at annual general meetings of the Company.

As at the date of this announcement, Mr. Cheng does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company (within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”)) nor does he have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Cap 571 of the Laws of Hong Kong). Save as disclosed above, Mr. Cheng did not hold any other directorships in any public listed companies in the last three years, nor has he held any positions with the Company and other members of the Group. Mr. Cheng has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, the Company is not aware of any information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Cheng that needs to be brought to the attention of the shareholders of the Company.

Following the appointment of Mr. Cheng, the Company has satisfied the minimum number of independent non-executive Directors as stipulated under Rules 3.10 (1) of the Listing Rules, and with independent non-executive directors representing at least one-third of the board, the Company has thereby complied with Rules 3.10(1) and 3.10A of the Listing Rules.

With the current appointment, the Company has met the requirements on composition of the committees of the Company under the terms of reference of each of the nomination committee, the remuneration committee and the audit committee of the Company. The audit committee of the Company is now comprised of solely non-executive directors, and have a minimum of three members. The remuneration committee of the Company is currently composed of a majority of independent non-executive directors. In view thereof, the Company also complies with the Rules 3.21 and 3.25 of the Listing Rules.

The Board takes this opportunity to express its warmest welcome to Mr. Cheng in joining the Company.

By Order of the Board
Tempus Holdings Limited
Zhong Baisheng
Chairman

Hong Kong, 28 February 2021

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Zhong Yiming, Mr. Yip Chee Lai, Charlie, Mr. Wang Xingyi and Mr. Sun Yifei; one non-executive Director, namely Mr. Zhong Baisheng and three independent non-executive Directors, namely Mr. Li Qi, Mr. Wong Kai Hing and Mr. Cheng Tsz Lok.