

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.*



## **Janco Holdings Limited**

**駿高控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8035)**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

#### **SUMMARY**

The Board is pleased to announce that, with effect from 10 November 2021, Mr Leung Ka Kui Johnny (梁家駒) has been appointed as an independent non-executive Director, who will also serve as a member of the remuneration committee and the nomination committee of the Board.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Janco Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that, with effect from 10 November 2021, Mr Leung Ka Kui Johnny (梁家駒) (“**Mr Leung**”) has been appointed as an independent non-executive Director, who will also serve as a member of the remuneration committee and the nomination committee of the Board.

The biographical details of Mr Leung are set out below:

**Mr Leung Ka Kui, Johnny** (梁家駒), aged 64, holds a Bachelor of Laws from the University of London. Mr Leung is a qualified solicitor in Hong Kong, England & Wales and Singapore, and is a Notary Public and a China Appointed Attesting Officer. He has over 34 years of experience in the legal field and is the senior partner of Messrs. Johnny K.K. Leung & Co., Solicitors & Notaries.

Mr Leung is currently an independent non-executive director of Celestial Asia Securities Holdings Limited (stock code: 1049) and Ban Loong Holdings Limited (stock code: 30), the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), and Phoenitron Holdings Limited (stock code: 8066), the shares of which are listed on GEM of the Stock Exchange. Mr Leung was formerly an independent non-executive director of Asia Coal Limited (stock code: 835, a Main Board listed company) for the period from 12 September 2018 to 6 June 2019 and an independent non-executive director of Affluent Partners Holdings Limited (stock code: 1466, a Main Board listed company) for the period from 23 January 2019 to 30 September 2020.

Mr Leung has entered into a letter of appointment (the “**Letter of Appointment**”) with the Company for an initial term of one year commencing on 10 November 2021, renewable automatically for successive terms of one year upon expiry of the then current term of his appointment, unless terminated by either the Company or Mr Leung by giving at least three months’ written notice before the expiry of the then existing term. Mr Leung is also subject to retirement by rotation and re-election in accordance with the provisions of the Company’s articles of association.

As an independent non-executive Director, a member of the nomination committee and the remuneration committee of the Board, Mr Leung is entitled to an annual remuneration of HK\$300,000. He is also entitled to be reimbursed for all necessary and reasonable out-of-pocket expenses properly incurred in connection with the performance of his duties to the Company, and such other benefits as may be determined by, and at the discretion of, the Board from time to time. Mr Leung’s remuneration package is determined by the Board according to the Group’s policy on Directors’ and senior management’s remuneration (having considered such factors including his qualifications, experience, duties and responsibilities with the Company, as well as the Company’s performance and the prevailing market conditions).

Mr Leung has confirmed to the Company, and the Board has also considered, that he meets the independence criteria as set out in Rule 5.09 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

As at the date of this announcement and save as disclosed above, Mr Leung:

- (i) did not have any interest in any shares in the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong));
- (ii) did not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company;
- (iii) did not hold any other positions with the Company and other members of the Group;
- (iv) did not hold any directorships in any listed public companies in the last three years; and
- (v) had not been involved in any of the matters mentioned under paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules.

Save for the information disclosed above, there is no other information relating to Mr Leung's appointment that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr Leung in joining the Group.

By order of the Board  
**Janco Holdings Limited**  
**Ng Chin Hung**  
*Chairman and Executive Director*

Hong Kong, 10 November 2021

*As at the date of this announcement, the executive Directors are Mr Ng Chin Hung and Mr Cheng Tak Yuen; and the independent non-executive Directors are Mr Lee Kwong Chak, Bonnie, Mr Yuen Ching Bor Stephen, Mr Kwan Chi Hong and Mr Leung Ka Kui Johnny.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM's website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its posting and on the Company's website at [www.jancofreight.com](http://www.jancofreight.com).*