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DAPHNE INTERNATIONAL HOLDINGS LIMITED
達芙妮國際控股有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 210)

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
(2) CHANGE OF COMPOSITION OF BOARD COMMITTEES
(3) COMPLIANCE WITH RULES 3.10(1) AND 3.21 OF THE LISTING RULES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”, each a “**Director**”) of Daphne International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) announces that Mr. Philip Tan (“**Mr. Tan**”) has been appointed as an independent non-executive Director, the Chairman of the Remuneration Committee and a member of each of the Audit Committee, and Nomination Committee of the Board with effect from 2 August 2021.

Biographical details of Mr. Tan are set out as follows:

Mr. Tan, aged 39, is currently a non-executive director of Pacific Millennium Packaging Group Corporation, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (Stock Code: 1820), from 22 December 2019. Besides, he is also a director of the following companies:

- (i) Pacific Millennium Paper Group Limited, since November 2020;
- (ii) Chongqing Stone Tan Credit Guarantee Company Limited, since July 2016;
- (iii) Chongqing Stone Tan Financial Leasing Company Limited, since July 2016;
- (iv) Chongqing Stone Tan Small Business Loans Company Limited, since July 2016;
- (v) Shanghai Asiacorp Communications Company Limited, since January 2014; and
- (vi) Shanghai Pacific Millennium Asiacorp Communications Company Limited, since March 2012.

Mr. Tan worked for Nestle Group in the United States of America (“USA”), France and Shanghai, respectively, during the period from 2004 to 2008 and held various positions including global sales development project manager and regional sales manager. He also served various positions including operational manager, project manager, technical manager, general manager and regional operational manager in the various group companies of Pacific Millennium Packaging Group Corporation in some period between 2008 and 2009. Mr. Tan has been working as the finance service product and project director of Stone Tan China Finance and Investment Company Limited (Hong Kong) since January 2010.

* *for identification purpose only*

Mr. Tan holds a master of business administration from University of Nebraska, USA and the degree of bachelor of science from School of Business, Babson College, USA.

Save as disclosed above, as at the date of this announcement, Mr. Tan (i) does not hold any other position with the Company or other members of the Group; (ii) does not have any relationship with the Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; (iii) has not held any directorship in any other public companies in the last three years, the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have any interests in the shares, underlying shares and debentures of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

With respect to his directorship with the Company, Mr. Tan has entered into an appointment letter with the Company and Mr. Tan will be appointed for a term of three years with an annual remuneration of HK\$240,000 without discretionary bonus. The remuneration is recommended by the Remuneration Committee of the Company with reference to the remuneration policy, his duties and the prevailing market condition. Mr. Tan shall only hold office until the next annual general meeting of the Company but shall be eligible for re-election in accordance with the articles of association of the Company.

Save as disclosed above, there is no other information related to the appointment of Mr. Tan that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend a warm welcome to Mr. Tan in joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Following the appointment of Mr. Tan, he will be the Chairman of the Remuneration Committee of the Board and a member of each of the Audit Committee and Nomination Committee of the Board.

COMPLIANCE WITH REQUIREMENTS UNDER THE LISTING RULES

According to Rule 3.10(1) of the Listing Rules, the Company is required to have at least three independent non-executive directors. According to Rule 3.21 of the Listing Rules, the Audit Committee of the Company must comprise a minimum of three members.

Following the appointment of Mr. Tan,

- (1) the Company has three independent non-executive Directors, thus the number of independent non-executive Directors meets the minimum number required under Rule 3.10(1) of the Listing Rules;
- (2) the Audit Committee has three members, thus the number of members meets the minimum number required under Rule 3.21 of the Listing Rules;

By Order of the Board
Daphne International Holdings Limited
Chang Chih-Kai
Chairman

Hong Kong, 2 August 2021

As at the date of this announcement, the Board comprises three Executive Directors, namely Mr. Chang Chih-Kai, Mr. Chang Chih-Chiao and Mr. Wang Jungang; and three Independent Non-executive Directors, namely Mr. Hon Ping Cho Terence, Mr. Huang Shun-Tsai and Mr. Philip Tan.