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祈福生活服務  
CLIFFORD MODERN LIVING

## CLIFFORD MODERN LIVING HOLDINGS LIMITED

祈福生活服務控股有限公司

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

(Stock Code: 3686)

### RE-DESIGNATION OF DIRECTORS; AND CHANGE OF MEMBER OF AUDIT COMMITTEE

The Board announces that with effect from 1 January 2021:

- (1) Ms. LIANG Yuhua will be re-designated from an executive Director to a non-executive Director of the Company and will cease to be the chief operating officer of the Group; and
- (2) Mr. LIU Xing will be re-designated from a non-executive Director to an executive Director of the Company and will cease to be a member of the Audit Committee.

#### RE-DESIGNATION OF DIRECTORS

The board (“**Board**”) of directors (“**Directors**”, each a “**Director**”) of Clifford Modern Living Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that with effect from 1 January 2021: (i) Ms. LIANG Yuhua (“**Ms. Liang**”) will be re-designated from an executive Director to a non-executive Director, and Ms. Liang will also cease to be the chief operating officer of the Group and (ii) Mr. LIU Xing (“**Mr. Liu**”) will be re-designated from a non-executive Director to an executive Director.

The biographical details of Ms. Liang are set out below:

Ms. Liang, aged 55, was an executive Director and the chief operating officer of the Group from January 2016 to December 2020. Ms. Liang joined the Group in March 2010 and up to April 2012, she was the then general manager of the retail department of Guangzhou Clifford Trading Limited\* (廣州市祈福貿易有限公司) and was in charge of managing the overall business operation. She was the Chief Operating Officer of the Group from April 2012 to December 2020 and was responsible for overseeing the overall business operation and management.

Ms. Liang was awarded a diploma in administrative management (行政管理專業) by the College of Continuing Education of Zhongkai University of Agriculture and Engineering\* (仲愷農業工程學院繼續教育學院) in December 2014.

Before joining the Group, Ms. Liang was employed by a group of companies (the “**Private Group**”) of which 30% or more of the issued share capital is controlled or owned by the spouse of Ms. MAN Lai Hung, who is the Company’s executive Director and Chief Executive Officer of the Group. Ms. Liang worked as the manager of the resort department of Clifford Estates (Panyu) Limited\* (廣州市番禺祈福新邨房地產有限公司俱樂部) between June 1992 and June 1998, a member of the Private Group engaged in real estate development, and Guangzhou Panyu Clifford Estates Resort Club Company Limited\* (廣州市番禺祈福新邨渡假俱樂部有限公司) between July 1998 and February 2010, a company engaged in the provision of resort and recreational facilities, respectively.

In light of Ms. Liang’s re-designation, Ms. Liang entered into a letter of appointment as a non-executive Director with the Company for a term of more than one year commencing from 1 January 2021 and expiring on 31 October 2022, subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the provisions of the articles of association of the Company. Pursuant to the letter of appointment, Ms. Liang will be entitled to a director’s fee of HK\$216,000 per annum, which is determined by the Board with reference to Ms. Liang’s experience and qualification, her duties and responsibilities in the Group, the remuneration standard in the industry and the prevailing market conditions.

The biographical details of Mr. Liu are set out below:

Mr. Liu, aged 57, was a non-executive Director from January 2016 to December 2020 and a member the audit committee of the Board (the “**Audit Committee**”) up to December 2020. Mr. Liu was awarded a degree of Bachelor of Law by the then Zhongnan Institute of Politics and Law (中南政法學院) (currently known as Zhongnan University of Economics and Law (中南財經政法大學)) in July 1986. Mr. Liu was issued with a qualification certificate as an accredited lawyer in the People’s Republic of China by the Administrative Department of Hubei Province Xianning City\* (湖北省咸寧地區行政公署) in April 1991. He is currently a non-practising lawyer.

Mr. Liu is a member of the Twelfth and Thirteenth Guangzhou Committee of the Chinese People's Political Consultative Conference\* (中國人民政治協商會議第十二屆及第十三屆廣州市委員會). He has become a judicial inspector of the Guangzhou Intermediate People's Court\* (廣州市中級人民法院司法監督員) since September 2012. Mr. Liu is also the executive president of the Guangdong Real Estate Chamber of Commerce\* (廣東省地產商會).

In July 1986, Mr. Liu started to work for the Justice Bureau of Hubei Province Xianning City\* (湖北省咸寧地區司法局) and was an accredited lawyer of the consultancy department of the Justice Bureau of Hubei Province Xianning City\* during August 1988 to August 1995. Mr. Liu founded Hubei Province Haizhou Law Office\* (湖北省海舟律師事務所) in August 1995 and up to February 1999 when he assumed the office as the chief lawyer (主任律師).

From July 2000 onward, Mr. Liu has been employed by Clifford Estates (Panyu) Limited\* (廣州市番禺祈福新邨房地產有限公司), assuming various offices including being the in-house counsel since July 2000 and the legal manager of the legal department since January 2002. Mr. Liu was promoted to the office as the legal director of Clifford Estates (Panyu) Limited\* in September 2010 in which he was in charge of overseeing the legal department and providing legal advice in relation to business negotiations and drafting of contracts and other relevant legal documents.

In light of Mr. Liu's re-designation, Mr. Liu has entered into a service contract as an executive Director with the Company for a term of more than one year commencing from 1 January 2021 and expiring on 31 October 2022, subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the provisions of the articles of association of the Company. Pursuant to the service contract, Mr. Liu will be entitled to a director's fee of HK\$216,000 per annum, which is determined by the Board with reference to Mr. Liu's experience and qualification, his duties and responsibilities in the Group, the remuneration standard in the industry and the prevailing market conditions.

As at the date of this announcement, each of Ms. Liang and Mr. Liu is respectively interested in 2,500,000 underlying shares in respect of the share options granted by the Company under a share option scheme adopted by the Company on 21 October 2016. Save as aforesaid, both Ms. Liang and Mr. Liu do not have any interest in and are not deemed to be interested in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, each of Ms. Liang and Mr. Liu confirms that (i) she/he does not have any relationship with any directors, senior management, substantial shareholders of the Company or controlling shareholders of the Company (as defined in the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**")); (ii) she/he does not hold any position with the Company or other members of the Group as at the date of this announcement; (iii) she/he has not held any directorship in the last three years in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas or other major appointments and professional qualification.

Save as disclosed above, there are no matters relating to the re-designation of Ms. Liang and Mr. Liu that need to be brought to the attention of the shareholders of the Company or the Stock Exchange, nor is there any other information required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange.

#### **CHANGE OF MEMBER OF AUDIT COMMITTEE**

The Board also announces that, Mr. Liu, who will be re-designated as an executive Director, will cease to be a member of the Audit Committee upon the re-designation of Mr. Liu becomes effective.

By Order of the Board  
**Clifford Modern Living Holdings Limited**  
**MAN Lai Hung**  
*Chairman and Chief Executive Officer*

Hong Kong, 31 December 2020

*As at the date of this announcement, the Board comprises Ms. MAN Lai Hung, Ms. LIANG Yuhua and Ms. HO Suk Mee as executive Directors; Mr. LIU Xing as non-executive Director; and Ms. LAW Elizabeth, Mr. HO Cham and Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung) as independent non-executive Directors.*

\* *For identification purposes only*