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儒意控股
RUYI HOLDINGS

China Ruyi Holdings Limited

中國儒意控股有限公司

(a company incorporated in Bermuda with limited liability)

(Stock Code: 136)

**SUPPLEMENTAL ANNOUNCEMENT
REGARDING THE AGM CIRCULAR AND THE RE-ELECTION OF DIRECTORS**

Reference is made to the circular of China Ruyi Holdings Limited (the “**Company**”) dated 11 May 2022 (the “**AGM Circular**”) in relation to the annual general meeting of the Company to be held on 13 June 2022 (the “**Annual General Meeting**”) for the purpose of considering, among other things, the re-election of directors. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the AGM Circular unless the context requires otherwise.

Code Provision B.3.4(b) of Appendix 14 to the Listing Rules provides, amongst other things, that when the board proposes a resolution to elect an individual as an independent non-executive director at a general meeting and the proposed director will be holding his seventh (or more) listed company directorship, the company should set out in the circular the reasons why the board believes the individual would still be able to devote sufficient time to the board. In this regard, the Company wishes to provide the following supplemental information regarding the AGM Circular and the re-election of directors.

As disclosed in the biographical details of Mr. Chau Shing Yim, David (“**Mr. Chau**”) as set out on page 12 of the AGM Circular, Mr. Chau is holding directorship in six other listed companies in Hong Kong in addition to his directorship in the Company.

The nomination policy of the directors of the Company is summarised on pages 50 and 51 of the annual report of the Company for the year ended 31 December 2021, where one of its objectives is to ensure the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company’s business. In assessing and selecting candidates, various factors such as integrity, age, gender, skills, knowledge, experience, expertise, professional and educational qualifications, background, the Board’s composition and diversity, availability of service to the Company, expected contribution, independence, conflicts of interest and any other relevant factors will be considered.

For the year ended 31 December 2021, Mr. Chau attended all seven Board meetings and all three general meetings of the Company. Mr. Chau also serves as the chairman of the audit committee and the remuneration committee of the Company. For the year ended 31 December 2021, Mr. Chau attended two audit committee meetings and one remuneration committee meeting which he was eligible to attend. On that basis, the Board is of the view that Mr. Chau is able to devote sufficient time to the Board and attention to the affairs of the Company and that Mr. Chau's directorship outside the Company would not affect him in maintaining his current role in, and his functions and responsibilities for, the Company. In addition, the Board is of the view that Mr. Chau would continue to bring valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning and diversity. On that basis, the Board supports the re-election of Mr. Chau and recommends the Shareholders to vote in favour of the relevant resolution at the upcoming Annual General Meeting.

Save as disclosed above, the Board confirms that all information in the AGM Circular, the notice of Annual General Meeting and the proxy form for the Annual General Meeting (as clarified in the clarification announcement of the Company dated 12 May 2022) (the "AGM Documents") remain unchanged. This announcement is supplemental to and should be read in conjunction with the AGM Documents, and in that connection, the existing English and Chinese versions of the AGM Documents in the form as they are now will continue to be valid.

By Order of the Board
China Ruyi Holdings Limited
Ke Liming
Chairman

Hong Kong, 27 May 2022

As at the date of this announcement, the executive directors of the Company are Mr. Ke Liming, Ms. Chen Xi, Mr. Wan Chao and Mr. Zhang Qiang; and the independent non-executive directors of the Company are Mr. Chau Shing Yim, David, Mr. Nie Zhixin, Mr. Chen Haiquan and Professor Shi Zhuomin.