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**D&G Technology Holding Company Limited**  
**德基科技控股有限公司**

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

**(Stock code: 1301)**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND  
MEMBER OF THE BOARD COMMITTEES**

The Board announces the following changes in the Company's directorship and membership in the Board Committees:

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

1. Mr. Law Wang Chak, Waltery has tendered his resignation as an independent non-executive Director with effect from 1 May 2019; and
2. Mr. O'Yang Wiley has been appointed as an independent non-executive Director with effect from 1 May 2019.

**CHANGE OF MEMBERS OF THE BOARD COMMITTEES**

3. Mr. Law Wang Chak, Waltery, will also cease to be the chairman of the audit committee of the Company ("**Audit Committee**") and a member of each of the remuneration committee ("**Remuneration Committee**") and the risk management committee ("**Risk Management Committee**") of the Company, all with effect from 1 May 2019; and
4. Mr. O'Yang Wiley has been appointed as the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Risk Management Committee, all with effect from 1 May 2019.

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

The board (the “**Board**”) of directors (the “**Directors**”) of D&G Technology Holding Company Limited (the “**Company**” and, together with its subsidiaries, the “**Group**”) announces that Mr. Law Wang Chak, Waltery (“**Mr. Law**”) has tendered his resignation as an independent non-executive Director with effect from 1 May 2019 due to his other work and personal commitments which require more of his time and dedication.

Mr. Law has confirmed to the Board that he does not have any disagreement with the members of the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude and appreciation towards Mr. Law for his valuable contribution during his tenure of office in the Company.

The Board is pleased to announce that Mr. O’Yang Wiley (“**Mr. O’Yang**”) has been appointed as an independent non-executive Director with effect from 1 May 2019.

Mr. O’Yang Wiley, aged 56, has over 32 years of experience in the accounting, finance and legal industries.

Mr. O’Yang has served as an independent non-executive director of Hong Kong Economic Times Holdings Limited (stock code: 0423) since October 2012, and as an independent non-executive director of Midea Real Estate Holding Limited (stock code: 3990) since the company’s listing in October 2018.

He has also served as the managing director of Shanggu Securities Limited since February 2018. Prior to joining Shanggu Securities Limited, he worked for over 13 years in various financial institutions, including CMBC International Holdings Limited, a wholly-owned subsidiary of China Minsheng Banking Corp., Ltd. (stock code: 1988), Kim Eng Securities (Hong Kong) Limited, a wholly-owned subsidiary of Malayan Banking Berhad, UBS AG, Hong Kong branch, J.P. Morgan Securities (Asia Pacific) Limited and BNP Paribas Capital (Asia Pacific) Limited, and held the positions of managing director and executive director.

Mr. O’Yang had also worked for over six years as a solicitor in private practice at a number of solicitors’ firms and was a partner of Richards Butler (currently known as Reed Smith Richards Butler) immediately before he joined BNP Paribas Capital (Asia Pacific) Limited in May 2004.

Mr. O'Yang graduated from the Chinese University of Hong Kong in Hong Kong with a bachelor's degree in Social Science in December 1985 and a master's degree in Business Administration in October 1990. He obtained a common professional examination certificate from the School of Professional and Continuing Education of the University of Hong Kong in Hong Kong in June 1993. He obtained the postgraduate certificate in Laws from the department of professional legal education of the Faculty of Law at the University of Hong Kong in June 1994. He is also a fellow member of the Chartered Association of Certified Accountants, a member of the Hong Kong Institute of Certified Public Accountants and a member of the Law Society of Hong Kong.

Save as disclosed above, Mr. O'Yang did not hold any other directorship in other publicly listed companies in the last three years.

Mr. O'Yang has entered into a service agreement with the Company for an initial term of three years commencing from 1 May 2019 provided that at any time during the term of appointment, either party may terminate the appointment by giving to the other party not less than three months' notice in writing. His appointment is subject to retirement and re-election at the next following general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election at least once in every three years in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). Pursuant to the service agreement, Mr. O'Yang is entitled to an emolument of HK\$16,000 per month, which was recommended by the Remuneration Committee and determined by the Board with reference to Mr. O'Yang's experience, his level of responsibilities to be assumed within the Group and the current market conditions.

As at the date of this announcement, Mr. O'Yang did not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance nor did he hold any other positions with the Company and any other members of the Group.

Save as disclosed above, Mr. O'Yang does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning Mr. O'Yang that need to be brought to the attention of the shareholders of the Company, and there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warm welcome to Mr. O'Yang for his appointment.

## **CHANGE OF MEMBERS OF THE BOARD COMMITTEES**

Mr. Law will cease to be the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Risk Management Committee, all with effect from 1 May 2019.

Following the appointment of Mr. O'Yang as an independent non-executive Director, Mr. O'Yang has been appointed as the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Risk Management Committee, all with effect from 1 May 2019.

By order of the Board  
**D&G Technology Holding Company Limited**  
**Choi Hung Nang**  
*Chairman*

Hong Kong, 1 May 2019

*As of the date of this announcement, the executive directors of the Company are Mr. Choi Hung Nang, Ms. Choi Kwan Li, Glendy, Mr. Choi Hon Ting, Derek, Mr. Liu Tom Jing-zhi and Mr. Lao Kam Chi; the non-executive directors of the Company are Mr. Chan Lewis and Mr. Alain Vincent Fontaine; and the independent non-executive directors of the Company are Mr. O'Yang Wiley, Mr. Li Zongjin, Mr. Lee Wai Yat, Paco and Mr. Fok Wai Shun, Wilson.*