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Guoan International Limited

國安國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 143)

**(1) RESIGNATION OF DIRECTOR;
(2) RE-DESIGNATION OF DIRECTOR;
AND
(3) CHANGE OF AUTHORISED REPRESENTATIVE**

RESIGNATION OF DIRECTOR

The Board announces that Mr. SO Haw Herman has resigned as executive director of the Company, with effect from 31 January 2020.

RE-DESIGNATION OF DIRECTOR

The Board also announces that Mr. DU Jun, currently the chairman of the Board and non-executive director of the Company, has been re-designated as executive director of the Company, with effect from 31 January 2020.

CHANGE OF AUTHORISED REPRESENTATIVE

Consequent upon Mr. SO Haw Herman's resignation as executive director of the Company, he will cease to be the authorised representative of the Company under Rule 3.05 of the Listing Rules, and Mr. HUANG Zhen Qian will take up such position, with effect from 31 January 2020.

RESIGNATION OF DIRECTOR

The board of directors (the “**Board**”) of Guoan International Limited (the “**Company**”) announces that Mr. SO Haw Herman (“**Mr. SO**”) has resigned as executive director with effect from 31 January 2020, due to his intention to devote more time to his other business engagement. Mr. SO has confirmed that as at the date of this announcement, he has no disagreement with the Board and he is not aware of any matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. SO for his valuable contributions towards the Company during his tenure of office.

RE-DESIGNATION OF DIRECTOR

The Board also announces that Mr. DU Jun (“**Mr. DU**”), currently the chairman of the Board and non-executive director of the Company, has been re-designated as executive director of the Company, which will take effect on 31 January 2020.

Mr. DU, aged 51, has been appointed as a non-executive director of the Company and the chairman of the Board since 11 March 2016. He oversees the Company’s and its subsidiaries’ (together the “**Group**”) corporate governance, and guides the sustainability development of the Group. Mr. DU graduated from Shaanxi College of Finance and Economics with a Master Degree of Economics. He was an engineer in his early years, and until 1996 he joined Beijing Securities Limited and has become very experienced in finance industries over the years. In 2005, Mr. DU joined CITIC Guoan Group* and became the capital operation manager in 2006. In 2015, he was appointed as the deputy general manager of CITIC Guoan Group*, mainly responsible for capital operation and fund management. He is also a director or a member of the senior management of the subsidiary companies of CITIC Guoan Group* managing investment, elderly services and winery businesses.

Save as disclosed herein and as at the date of this announcement, Mr. DU (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have, and is not deemed to have, any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) does not hold any position in the Company or any of its subsidiaries, nor any other directorship in listed public companies in the last three years preceding the date of this announcement.

Mr. DU will enter into a service contract with the Company for a term of two years and is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association of the Company. Mr. DU will not receive any salary for his directorship in the Company but may be granted discretionary bonus, share options under the share option scheme adopted by the Company and/or shares under any share award scheme to be adopted by the Company from time to time. His remuneration has been determined by the Board with reference to his roles and responsibilities with the Company and prevailing market conditions.

Save as disclosed herein, so far as the Board is aware, there is no information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and there are no other matters that need to be brought to the attention of the shareholders of the Company.

CHANGE OF AUTHORISED REPRESENTATIVE

Consequent upon Mr. SO's resignation as executive director of the Company, he will cease to be the authorised representative of the Company under Rule 3.05 of the Listing Rules, and Mr. HUANG Zhen Qian will take up such position, with effect from 31 January 2020.

By order of the Board
Guoan International Limited
DU Jun
Chairman

Hong Kong, 15 January 2020

As at the date of this announcement, the Board comprises 9 directors, of which 2 are executive directors, namely Mr. HUANG Zhen Qian and Mr. SO Haw Herman, 4 are non-executive directors, namely Mr. DU Jun, Mr. LI Xiang Yu, Mr. CUI Ming Hong and Ms. BAI Wei, and 3 are independent non-executive directors, namely Mr. WONG Chun Man, Mr. TSE Yung Hoi and Mr. NG Man Kung.

* *For identification purpose only*