

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Guoan International Limited

國安國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 143)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND NON-COMPLIANCE WITH THE LISTING RULES IN RELATION TO THE BOARD COMPOSITION

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Guoan International Limited (the “**Company**”) announces that Mr. LI Fu Kay Frankie (“**Mr. Li**”) and Mr. Wong Chi Keung (“**Mr. Wong**”) have both resigned as independent non-executive Directors and members of each of the audit committee (the “**Audit Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company, all with effect from 9 June 2021 due to (i) other business engagements which require more dedication for Mr. Li and (ii) other business/personal engagements which require more time and attention for Mr. Wong.

Mr. Li and Mr. Wong have confirmed that they have no disagreement with the Board. The Board would like to take this opportunity to express its sincere gratitude to Mr. Li and Mr. Wong for their valuable contributions to the Company during their tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES IN RELATION TO THE BOARD COMPOSITION

Following the resignations of Mr. Li and Mr. Wong as independent non-executive Directors, the Company currently has only two independent non-executive Directors, and hence fails to meet the requirements under the Rules Governing the Listing of

Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) of having:

- (a) at least three independent non-executive directors on the board of directors of a listed issuer under Rule 3.10(1) of the Listing Rules; and
- (b) the majority of the audit committee members being independent non-executive directors of the listed issuer under Rule 3.21 of the Listing Rules.

In light of this, the Board is in the process of identifying suitable candidate(s) to fill the vacancies of the independent non-executive Director and the member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee. The Company will use its best endeavours to ensure that suitable candidate(s) is/are appointed as soon as practicable and, in any event, within three months from the effective date of the resignations of Mr. Li and Mr. Wong pursuant to Rule 3.11 of the Listing Rules. Further announcement(s) will be made by the Company as and when appropriate.

By order of the Board
Guoan International Limited
LIU Deng
Chairman

Hong Kong, 10 June 2021

As at the date of this announcement, the Board comprises 6 Directors, of which 1 is an executive Director, namely Mr. LIU Deng, 3 are non-executive Directors, namely Ms. BAI Wei, Mr. WEI Wen Jun and Mr. ZHOU Deng Yue, and 2 are independent non-executive Directors, namely Mr. LEE Kwok Leung and Mr. CHEUNG Ngai Lam.