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COOLPOINT INNONISM HOLDING LIMITED

快意智能股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8040)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; CHANGE IN COMPOSITION OF THE BOARD COMMITTEES; AND COMPLIANCE WITH RULE 5.05A OF THE GEM LISTING RULES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Cheung Kong Hung (“**Ms. Cheung**”) has been appointed as an independent non-executive director, a member of each of the audit committee (the “**Audit Committee**”), remuneration committee (the “**Remuneration Committee**”) and nomination committee (the “**Nomination Committee**”) of the Company with effect from 1 February 2024.

Ms. Cheung’s biographical details are set out below.

Ms. Cheung, aged 55, obtained a Bachelor of Nursing degree from Monash University in Australia in 1999 and a Master of Health Science degree in Gerontology from The University of New England in Australia in 2003.

Ms. Cheung has more than 30 years of experience in nursing practice in the public health sector. She has been a registered nurse in Hong Kong since 1993.

Ms. Cheung is appointed as an independent non-executive director for an initial term of one year commencing from 1 February 2024, unless terminated by either party giving to the other not less than one month's prior notice in writing. Her appointment is subject to the retirement by rotation and re-election at annual general meeting in accordance with the articles of association of the Company. Pursuant to her letter of appointment, Ms. Cheung will not receive a salary or director's fee and is entitled to receive a discretionary bonus and share compensation by the Company as remuneration, if any, which will be subject to further approval of the Remuneration Committee and the Board.

Save as disclosed above, as at the date of this announcement, Ms. Cheung (i) does not hold any other position with the Company or other member of the Group; (ii) did not hold any directorship in the last three years in other listed public company the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any other relationships with any Directors, senior management, substantial or controlling shareholders of the Company; and (iv) does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures (within the meaning of Part XV of the SFO) of the Company.

Ms. Cheung has confirmed (a) her independence as regards to each of the factors contained in Rule 5.09(1) to (8) of the GEM Listing Rules; (b) that she had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons of the Company; and (c) that there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there are no other matters relating to the appointment of Ms. Cheung that need to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Ms. Cheung to the Board.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

Following the appointment of Ms. Cheung as an independent non-executive director, Ms. Cheung has been appointed as a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 1 February 2024.

COMPLIANCE WITH RULE 5.05A OF THE GEM LISTING RULES

Reference is made to the announcement of the Company dated 13 November 2023 in relation to appointment of Mr. Lee Chi Wai as an executive director of the Company and the Company's non-compliance with Rule 5.05A of the GEM Listing Rules. Pursuant to Rule 5.05A of the GEM Listing Rules, an issuer must appoint independent non-executive directors representing at least one-third of the Board. Following the appointment of Mr. Lee as an executive director of the Company, the Company fails to meet the requirement of having independent non-executive directors representing at least one-third of the Board, as stipulated in Rule 5.05A of the GEM Listing Rules.

Pursuant to Rule 5.06 of the GEM Listing Rules, the Company shall appoint a sufficient number of independent non-executive directors to meet the minimum number required under Rule 5.05A of the GEM Listing Rules within three months after failing to meet the requirement. Following the appointment of Ms. Cheung as an independent non-executive director of the Company, the Company has fulfilled the requirements under Rule 5.05A of the GEM Listing Rules.

By order of the Board
Coolpoint Innonism Holding Limited
Cheng Tsang Fu Dennis
Chairman

Hong Kong, 1 February 2024

As at the date of this announcement, the executive directors of the Company are Mr. Cheng Tsang Fu Dennis, Ms. Liu Lee Lily, Mr. Chui Kai Tai, MH, Ms. Lin Xiaoling and Mr. Lee Chi Wai; the non-executive directors of the Company are Professor Leung Yiu Cheong and Professor Leung Kwok Hi Michael; and the independent non-executive directors of the Company are Mr. Chow Kwok Kee, PMSM, Mr. Xu Zhi Qiang, Mr. Chiu Wai Hon and Ms. Cheung Kong Hung.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain in the "Latest Company Announcements" page of the Stock Exchange website at www.hkexnews.hk for at least seven days from the date of its posting and on the website of the Company at www.coolpointinnonism.com.