

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.



DACHAN FOOD (ASIA) LIMITED

大成食品(亞洲)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3999)

CHANGES IN THE COMPOSITION OF THE BOARD AND BOARD COMMITTEES

The Board hereby announces that, with effect from 30 June 2023:

- 1) Mr. Way Yung-Do will resign as an independent non-executive director of the Company, the chairman of the Audit Committee and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee;
- 2) Mr. Chen Chih will resign as an independent non-executive director of the Company, the chairman of the Nomination Committee and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee;
- 3) Ms. Lee Tsai, Yu-Ling will be appointed as an independent non-executive director of the Company and as a member of the Nomination Committee, the Audit Committee and the Remuneration Committee and the chairlady of the Nomination Committee;
- 4) Mr. Kao, Koong-Lian will be appointed as an independent non-executive director of the Company and as a member of the Audit Committee, the Nomination Committee and the Remuneration Committee;
- 5) Mr. Ting Yu-Shan will be redesignated from the chairman of the Remuneration Committee to the chairman of the Audit Committee; and
- 6) Mr. Hsia, Li-Yan will be appointed as the chairman of the Remuneration Committee.

RESIGNATION AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY, THE CHAIRMAN OF THE AUDIT COMMITTEE AND A MEMBER OF THE AUDIT COMMITTEE, THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE

The board of directors (the “**Board**”) of DaChan Food (Asia) Limited (the “**Company**”) hereby announces that, Mr. Way Yung-Do (“**Mr. Way**”) will resign as an independent non-executive director of the Company, the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the Audit Committee, the nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”) with effect from 30 June 2023 in order to devote more time and attention to his other endeavours.

Mr. Way has confirmed that he has no disagreement with the Board, and there is no matter concerning his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Mr. Way for his valuable contribution to the Company during his tenure.

RESIGNATION AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY, THE CHAIRMAN OF THE NOMINATION COMMITTEE AND A MEMBER OF THE AUDIT COMMITTEE, THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE

The Board hereby announces that, Mr. Chen Chih (“**Mr. Chen**”) will resign as an independent non-executive director of the Company, the chairman of the Nomination Committee and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from 30 June 2023 in order to devote more time and attention to his other endeavours.

Mr. Chen has confirmed that he has no disagreement with the Board, and there is no matter concerning his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen for his valuable contribution to the Company during his tenure.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY AND AS A MEMBER OF THE AUDIT COMMITTEE, THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE AND THE CHAIRLADY OF THE NOMINATION COMMITTEE

The Board is pleased is to announce that, with effect from 30 June 2023, Ms. Lee Tsai, Yu-Ling (“**Ms. Tsai**”), also known as Jaclyn Y.L. Tsai, will be appointed as an independent non-executive director of the Company and as a member of the Audit Committee, the Nomination Committee and the Remuneration Committee and the chairlady of the Nomination Committee, until the 2024 annual general meeting of the Company.

The biographical details of Ms. Tsai are set out below:

Ms. Lee Tsai, Yu-Ling, also known as Jaclyn Y.L. Tsai, aged 67, is currently the chairlady of Taiwan FinTech Association, the honorary chairlady of the founding board of Taiwan Women on Boards Association, a convenor of Taiwan Blockchain Alliance's Regulatory Adaptation Group*, an executive supervisor of Monte Jade Science & Technology Association, an executive supervisor of Taiwan Impact Investing Association, a member of Taipei City Government's Smart City Committee, a member of Taipei City Government's Data Management Committee, a supervisor of the Artificial Intelligence Foundation, a director of K.T. Li Foundation for Development of Science and Technology and an advisor of Taiwan Virtual Asset Anti-money laundering Association. Ms. Tsai served as the chief executive partner of Lee, Tsai & Partners, the general counsel of IBM's Greater China Group and as a judge in the district courts of Shih-Lin, Taoyuan and Chang Hwa in Taipei. Ms. Tsai graduated from National Taiwan University with a degree in laws and was admitted as a lawyer in 1984.

The Company has issued the letter of appointment for Ms. Tsai's directorship in the Company, pursuant to which, Ms. Tsai is appointed for a term of three (3) years from 30 June 2023 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 and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). According to the articles of association of the Company, Ms. Tsai will be subject to retirement as director at the 2024 annual general meeting of the Company. However, she will be eligible for re-election.

Ms. Tsai will be entitled to a director's fee which is of the same level as the current director's fees for other independent non-executive directors of the Company (i.e. at HK\$200,000 per year), which is determined by the Board based on the remuneration policy of the Company.

As at the date of this announcement, Ms. Tsai is not interested in any shares in the Company or any associated corporation (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "**SFO**")) of the Company.

OTHER INFORMATION REGARDING MS. TSAI

Save as disclosed above, Ms. Tsai does not (i) hold any positions within the Company and its subsidiaries (the "**Group**"); (ii) hold directorship in any other listed companies in Hong Kong or overseas in the past three years; (iii) have other major appointments and professional qualifications; and (iv) have any relationships with any other directors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company.

Ms. Tsai also confirms that there is no (and the Board also has not discovered) any other matter concerning her appointment that needs to be brought to the attention of the shareholders of the Company, and there is no any information which is required to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Ms. Tsai on her appointment as an independent non-executive director of the Company, a member of the Audit Committee, the Nomination Committee and the Remuneration Committee and the chairlady of the Nomination Committee.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY AND AS A MEMBER OF THE AUDIT COMMITTEE, THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE

The Board is pleased to announce that, with effect from 30 June 2023, Mr. Kao, Koong-Lian (“**Mr. Kao**”) will be appointed as an independent non-executive director of the Company and as a member of the Audit Committee, the Nomination Committee and the Remuneration Committee, until the 2024 annual general meeting of the Company.

The biographical details of Mr. Kao are set out below:

Mr. Kao Koong-Lian, aged 78, is currently the chair professor of business management at the Department of Business Administration of Soochow University, the president of Straits Economic & Cultural Interchange Association and an independent director and a convenor of the audit committee of Shane Global Holding Inc. (whose shares are listed on the Taiwan Stock Exchange, Stock Code: 8482). Mr. Kao was the vice chairman and general secretary of the Straits Exchange Foundation, the chair professor of the Department of Business Administration of Chung Yuan Christian University, an adjunct professor of the Institute of Business Administration of National Chengchi University and a professor and the head of the Department of Business Administration of Soochow University.

Mr. Kao holds a bachelor’s degree in banking from the National Chengchi University, a master’s degree in business administration from the National Chengchi University, a master’s degree in economics from the University of Connecticut and a PhD in business administration from Louisiana State University.

The Company has issued the letter of appointment for Mr. Kao’s directorship in the Company, pursuant to which, Mr. Kao is appointed for a term of three (3) years from 30 June 2023 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 and the Listing Rules. According to the articles of association of the Company, Mr. Kao will be subject to retirement as director at the 2024 annual general meeting of the Company. However, he will be eligible for re-election.

Mr. Kao will be entitled to a director’s fee which is of the same level as the current director’s fees for other independent non-executive directors of the Company (i.e. at HK\$200,000 per year), which is determined by the Board based on the remuneration policy of the Company.

As at the date of this announcement, Mr. Kao is not interested in any shares in the Company or any associated corporation (as defined under Part XV of the SFO) of the Company.

OTHER INFORMATION REGARDING MR. KAO

Save as disclosed above, Mr. Kao does not (i) hold any positions within the Group; (ii) hold directorship in any other listed companies in Hong Kong or overseas in the past three years; (iii) have other major appointments and professional qualifications; and (iv) have any relationships with any other directors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company.

Mr. Kao also confirms that there is no (and the Board also has not discovered) any other matter concerning his appointment that needs to be brought to the attention of the shareholders of the Company, and there is no any information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. Kao on his appointment as an independent non-executive director of the Company, a member of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company.

CHANGES IN THE COMPOSITION OF THE BOARD

Following the resignation of Mr. Way Yung-Do, Mr. Ting Yu-Shan will be re-designated from the chairman of the Remuneration Committee (but remaining as a member of the Remuneration Committee) to the chairman of the Audit Committee and Mr. Hsia Li Yan will be appointed as the chairman of the Remuneration Committee, with effect from 30 June 2023.

By order of the Board
James Chun-Hsien Wei
Chairman

Hong Kong, 28 April 2023

As at the date of this announcement, Mr. James Chun-Hsien Wei (Chairman) and Mr. Han Chia-Yin are the executive directors of the Company, Mr. Harn Jia-Chen, Mr. Han Chia-Yau, Mr. Han Jia-Hwan, Mr. Chao Tien-Shin and Mr. Wei Anning are the non-executive directors of the Company, and Mr. Way Yung-Do, Mr. Chen Chih, Mr. Ting Yu-Shan and Mr. Hsia, Li-Yan are the independent non-executive directors of the Company.

*The English transliteration of the Chinese name(s) in this announcement (if any), where indicated with *, is included for information purpose only, and should not be regarded as the official English name(s) of such Chinese name(s).*