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TFG INTERNATIONAL GROUP LIMITED

富元國際集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

**(1) APPOINTMENTS OF EXECUTIVE DIRECTOR,
NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) RESIGNATIONS OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR; AND
(3) CHANGE IN THE COMPOSITION OF BOARD COMMITTEES**

The Board announces that Mr. Tam Ka Wai has been appointed as an executive director and a member of the executive committee of the Company, Mr. Wong Yuk Lun, Alan has been appointed as a non-executive director of the Company, and Ms. Chan Chu Hoi has been appointed as an independent non-executive director, the chairman of the nomination committee, a member of the audit committee and a member of remuneration committee of the Company with effect from 3 March 2023, and that Mr. Wong Kui Shing, Danny has tendered his resignation as a non-executive director of the Company, and Mr. Sung Yat Chun has tendered his resignation as an independent non-executive director, the chairman of the nomination committee, a member of the audit committee, and a member of remuneration committee of the Company respectively with effect from 3 March 2023.

APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of TFG International Group Limited (the “**Company**”) is pleased to announce that Mr. Tam Ka Wai (“**Mr. Tam**”), has been appointed as an executive Director and a member of executive committee (the “**Executive Committee**”) of the Company with effect from 3 March 2023. The biographical details of Mr. Tam are set out below:

Mr. Tam Ka Wai

Mr. Tam Ka Wai, aged 35, graduated from the Huaqiao University in Fujian Province, The People’s Republic of China with a bachelor’s degree in economics. Mr. Tam has extensive experience in business operation, development, marketing and management.

Prior to joining the Company, Mr. Tam has been appointed as a director of Golden Shining Investment Limited, a company specialising in travel business, since January 2014, and a director of GBA Cultural Residence Holdings Limited, an investment holding company, since October 2018. Mr. Tam is responsible for overseeing the day-to-day operations, formulating operational strategies and business management of the aforementioned companies.

As at the date of this announcement, Mr. Tam does not have interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

Save as disclosed in this announcement, Mr. Tam had not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement. Mr. Tam does not hold any positions in the subsidiaries of the Company. Mr. Tam does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company.

As at the date of this announcement, a director’s service agreement has been entered into between the Company and Mr. Tam for a term of three years, subject to retirement by rotation and re-election at general meetings of the Company according to the articles of association (“**Articles of Association**”) of the Company. Mr. Tam shall be entitled to a monthly director’s fee of HK\$10,000 and an annual discretionary bonus upon completion of 12 months’ service, which has been recommended by the remuneration committee (the “**Remuneration Committee**”) of the Company and determined by the Board, with reference to prevailing market conditions, duties and responsibilities of Mr. Tam at the Company and the remuneration policy of the Company.

Save as disclosed in this announcement, there is no other matter which needs to be brought to the attention of the holders of securities of the Company and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board believes that the extensive experience of Mr. Tam in business operation, development and management would offer insights into the business affairs of the Group and contribute to the Board diversity.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Wong Yuk Lun, Alan (“**Mr. Alan Wong**”) has been appointed as non-executive Director of the Company with effect from 3 March 2023. The biographical details of Mr. Alan Wong are set out below:

Mr. Wong Yuk Lun, Alan

Mr. Wong Yuk Lun, Alan, aged 48, graduated from the University of Sunderland with a bachelor’s degree in accounting and finance. Mr. Alan Wong had been working with various accounting firms and commercial companies, and has over 20 years of experience in merger and acquisitions, financial management, taxation, audit and non-audit services.

Mr. Alan Wong has served as an executive director of NOVA Group Holdings Limited (stock code: 1360) since July 2020, the issued shares of which are listed on the Stock Exchange. Mr. Alan Wong has also served as an independent non-executive director of Huisheng International Holdings Limited (stock code: 1340) since July 2017, Smart City Development Holdings Limited (stock code: 8268) since July 2019, and Kin Shing Holdings Limited (stock code: 1630) since December 2021, the issued shares of all of which are listed on the Stock Exchange. Mr. Alan Wong has also served as an independent non-executive director of Temir Corp. (stock code: TMRR) since July 2019, the issued shares of which are traded on the OTC Securities Marketplace in the United States of America.

Mr. Alan Wong was formerly an independent non-executive director of TUS International Limited (currently known as Titan Invo Technology Limited) (stock code: 872) from September 2014 to July 2020.

As at the date of this announcement, Mr. Alan Wong does not have interest in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed in this announcement, Mr. Alan Wong had not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement. Mr. Alan Wong does not hold any positions in the subsidiaries of the Company. Mr. Alan Wong does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company.

As at the date of this announcement, a letter of appointment has been entered into between the Company and Mr. Alan Wong for a term of one year, subject to retirement by rotation and re-election at general meetings of the Company according to the Articles of Association. Mr. Alan Wong shall be entitled to a monthly director's fee of HK\$10,000, which has been recommended by the Remuneration Committee and determined by the Board, with reference to prevailing market conditions, duties and responsibilities of Mr. Alan Wong at the Company and the remuneration policy of the Company.

Save as disclosed in this announcement, there is no other matter which needs to be brought to the attention of the holders of securities of the Company and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board believes that the extensive experience of Mr. Alan Wong in financial services industry would offer insights into the business affairs of the Group and contribute to the Board diversity.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Chan Chu Hoi (“**Ms. Chan**”) has been appointed as an independent non-executive Director, the chairman of nomination committee (the “**Nomination Committee**”) of the Company, a member of audit committee (the “**Audit Committee**”) of the Company and a member of Remuneration Committee with effect from 3 March 2023. The biographical details of Ms. Chan are set out below:

Ms. Chan Chu Hoi

Ms. Chan Chu Hoi, aged 62, is a member of the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). Ms. Chan has over 20 years’ experience in financial management, accounting, internal control and auditing. Prior to joining the Company, Ms. Chan worked as an accounting and administrative manager of a subsidiary of Exide Technologies, a company listed on NASDAQ (stock code: XIDE) from August 1999 to December 2010. Ms. Chan was also appointed as a manager of an accounting firm in Hong Kong from February 2011 to February 2014. During her tenure of services in the accounting firm, Ms. Chan was responsible to carry out audit and assurance services, and set up and implement the quality control policy of the firm. From March 2014 to May 2015, Ms. Chan worked as a senior accounting manager at a property investment company in Hong Kong. From June 2015 to April 2017, Ms. Chan was appointed as a senior manager of the securities division of a subsidiary of the Company. From November 2019 to November 2022, Ms. Chan was appointed as an independent non-executive director of China Resources and Transportation Group Limited (Stock Code: 0269), the issued shares of which are listed on the Stock Exchange. From May 2020 to July 2020, Ms. Chan was appointed as an independent non-executive director of China Gem Holdings Limited (Stock Code: 1191), the issued shares of which are listed on the Stock Exchange.

As at the date of this announcement, Ms. Chan does not have interest in any shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed in this announcement, Ms. Chan had not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement. Ms. Chan does not hold any positions in the subsidiaries of the Company. Ms. Chan does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company.

As at the date of this announcement, a letter of appointment has been entered into between the Company and Ms. Chan for a term of one year, subject to retirement by rotation and re-election at general meetings of the Company according to the Articles of Association. Ms. Chan shall be entitled to a monthly director’s fee of HK\$10,000, which has been recommended by the Remuneration Committee and determined by the Board, with reference to prevailing market conditions, duties and responsibilities of Ms. Chan at the Company and the remuneration policy of the Company.

Save as disclosed in this announcement, there is no other matter which needs to be brought to the attention of the holders of securities of the Company and there is no other information that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board believes that the extensive experience of Ms. Chan in accounting, auditing, taxation, and financial management would offer insights into the business affairs of the Group and contribute to the Board diversity.

RESIGNATIONS OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that (1) Mr. Wong Kui Shing, Danny (“**Mr. Danny Wong**”) has resigned as a non-executive Director, and (2) Mr. Sung Yat Chun (“**Mr. Sung**”) has resigned as an independent non-executive Director, the chairman of Nomination Committee, and a member of the Audit Committee and a member of the Remuneration Committee, respectively with effect from 3 March 2023 in order to focus on their other business engagements.

Mr. Danny Wong and Mr. Sung have confirmed that they do not have disagreements with the Board and there are no matters which need to be brought to the attention of the Stock Exchange and the holders of securities of the Company.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

Mr. Tam has been appointed as a member of Executive Committee with effect from 3 March 2023.

Ms. Chan has been appointed as the chairman of Nomination Committee, a member of Audit Committee and a member of Remuneration Committee with effect from 3 March 2023.

Mr. Sung has resigned as the Chairman of Nomination Committee, a member of Audit Committee, and a member of Remuneration Committee with effect from 3 March 2023.

The Board would take this opportunity to extend the warmest welcome to Mr. Tam, Mr. Alan Wong, and Ms. Chan for joining the Board, and express its sincere gratitude and appreciation to Mr. Danny Wong and Mr. Sung for their contributions to the Company during their tenure of services with the Company.

By order of the Board
TFG International Group Limited
Yang Lijun
Chairman

Hong Kong, 3 March 2023

As at the date of this announcement, the Board comprises Mr. YANG Lijun (Chairman), Mr. GAO Jingyao and Mr. TAM Ka Wai being the executive Directors, Mr. WONG Yuk Lun, Alan being the non-executive Director, and Ms. CHAN Chu Hoi, Ms. CHAN Hoi Ling and Ms. SO Wai Lam being the independent non-executive Directors.