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Time2U International Holding Limited

時間由你國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1327)

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(2) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES**

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

The Board of Directors (the “**Board**”) of Time2U International Holding Limited (the “**Company**”) is pleased to announce that Ms. Duan Baili (“**Ms. Duan**”) has been appointed as independent non-executive Director, member of the remuneration committee, the audit committee and nomination committee of the Company with effect from 16 August 2017.

Ms. Duan Baili (段白麗女士), aged 28, has years of experience in marketing and manufacturing industry. She currently serve as an assistant of general manager of a manufacturing company in the People’s Republic of China. Save as disclosed above, Ms. Duan did not hold any other directorship in any public listed companies during the last three years before the date of this announcement.

There is no service contract entered into between the Company and Ms. Duan. She is not appointed for a specific term and she is subject to retirement by rotation and re-election in accordance with the Company’s articles of association. Ms. Duan entitle to receive a director fee to be determined by the Board with reference to her duties, responsibilities, experiences, the prevailing market conditions and the Company’s remuneration policy.

Ms. Duan confirmed that she meets the independence guidelines set out in Rules 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

As at the date of this announcement, Ms. Duan has no interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance and has no relationship with any director, senior management or substantial or controlling shareholder of the Company.

Save as disclosed herein, the Board is not aware of any other information relating to the aforesaid appointment that need to brought to the attention of the shareholders of the Company and any other information that are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange.

The Board would like to extend its warmest welcome to Ms. Duan to the Board.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The Board further announces that with effect from 16 August 2017, the compositions of the remuneration committee, the audit committee and nomination committee have been changed as follows:

- (1) Mr. Yu Chon Man has been appointed as the chairman of the remuneration committee and nomination committee; and
- (2) Ms. Duan has been appointed as the member of the remuneration committee, the audit committee and nomination committee.

Following the change of composition, the remuneration committee comprises of Mr. Yu Chon Man (Chairman), Mr. Yang Xi and Ms. Duan. The nomination committee comprises of Mr. Yu Chon Man (Chairman), Mr. See Ching Chuen and Ms. Duan. The audit committee comprises of Mr. Yu Chon Man (Chairman) and Ms. Duan.

GENERAL

Upon the appointment of Ms. Duan, the Board comprises three executive Directors and two independent non-executive Directors. As a result, the number of independent non-executive Directors has fallen short of the minimum number as required under Rule 3.10(1) of the Listing Rules. At the same time, the number of members of the Audit Committee has fallen below the minimum number as required under Rule 3.21 of the Listing Rules.

The Company is endeavouring to identify suitable candidate(s) to fill the vacanc(ies) as soon as practicable, with the relevant appointment to be made on or before 6 September 2017 to meet the requirements under Rule 3.11 and Rule 3.23 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By Order of the Board
Time2U International Holding Limited
Yang Xi
Executive Director

Hong Kong, 16 August 2017

As at the date of this announcement, the Board comprises three executive directors, being Mr. See Ching Chuen, Mr. Yang Xi and Mr. Zou Weikang; and two independent non-executive Directors, being Mr. Yu Chon Man and Ms. Duan Baili.