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## **Boyaa Interactive International Limited**

**博雅互動國際有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 0434)**

### **APPOINTMENT OF JOINT COMPANY SECRETARY**

The Board announces that Ms. Dai Meng has been appointed as a joint company secretary of the Company with effect from 27 August 2015, and Ms. Lai Siu Kuen, the existing company secretary of the Company, will act as the other joint company secretary of the Company.

The board of directors (the “**Board**”) of Boyaa Interactive International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Dai Meng (“**Ms. Dai**”) has been appointed as a joint company secretary of the Company with effect from 27 August 2015. Ms. Dai Meng, age 32, joined the Group in June 2015 and is the financial controller of the Group. Ms. Dai has substantial involvement in the financial, corporate governance, company secretarial and legal compliance related matters of the Group. Ms. Dai has approximately five years of experience in finance and capital markets related work. Prior to joining the Group, Ms. Dai worked at the Shenzhen Branch of China Construction Bank from July 2010 to December 2013 and was primarily responsible for customer and product management, capital markets work and management of the bank’s corporate businesses. From December 2013 to May 2015, Ms. Dai served as the president of the Houhai Gongguan Sub-branch of the Shenzhen Branch of China Construction Bank and was primarily responsible for overall management and co-ordination in the sub-branch. Ms. Dai obtained her bachelor of arts degree from Huazhong University of Science and Technology and her bachelor of science degree from Central China Normal University in June 2007. Ms. Dai graduated as a research student and further obtained her master degree from the Faculty of Media and Communication of Sichuan University in June 2010.

Pursuant to Rule 3.28 and Rule 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the secretary of the Company must be an individual who, by virtue of his/her academic or professional qualifications or

relevant experience, is, in the opinion of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), capable of discharging the functions of company secretary. However, Ms. Dai does not possess the qualification and sufficient relevant experience as stipulated in the Notes to Rule 3.28 of the Listing Rules and may not be able to solely fulfill the requirements as stipulated under Rule 3.28 and Rule 8.17 of the Listing Rules.

Following the appointment of Ms. Dai, Ms. Lai Siu Kuen (“**Ms. Lai**”), the existing company secretary of the Company who possesses the requisite qualification and experience of a company secretary as required under Rule 3.28 and Rule 8.17 of the Listing Rules, will act as the other joint company secretary of the Company. Both Ms. Dai and Ms. Lai, as joint company secretaries, will jointly discharge the duties and responsibilities with reference to their past experience and education background.

In view of the appointment of Ms. Dai as a joint company secretary, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from the strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules in respect of the appointment of Ms. Dai as one of the joint company secretaries, on the condition that Ms. Lai continues to act as the other joint company secretary of the Company. From 27 August 2015 to 26 August 2018, being the initial three years from the date of appointment of Ms. Dai as a joint company secretary (the “**Waiver Period**”), Ms. Lai is to work closely with Ms. Dai and provide assistance to Ms. Dai in the discharge of her duties as company secretary. Ms. Dai will be the contact person at the Company for the joint company secretaries. Upon expiration of the Waiver Period, the Company will revisit the situation in the expectation that the Company should then be able to demonstrate to the Stock Exchange’s satisfaction that Ms. Dai, having had the benefit of Ms. Lai’s assistance for three years, will have acquired the relevant experience within the meaning of Note 2 to Rule 3.28 of the Listing Rules, so that a further waiver will not be necessary. The waiver will be revoked immediately if Ms. Lai ceases to provide assistance and guidance to Ms. Dai.

The Board would like to take this opportunity to extend its welcome to Ms. Dai on her new appointment.

By Order of the Board  
**Boyaa Interactive International Limited**  
**ZHANG Wei**  
*Chairman and Executive Director*

Hong Kong, 27 August 2015

*As at the date of this announcement, the executive directors of the Company are Mr. ZHANG Wei and Mr. DAI Zhikang; the independent non-executive directors are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. GAO Shaofei.*