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BASETROPHY GROUP HOLDINGS LIMITED

基地錦標集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8460)

(1) RESIGNATION AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR (2) CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 2 June 2023:

- i. Mr. Ng Ki Man has resigned as an independent non-executive Director, the chairman of the Audit Committee, and a member of each of the Remuneration Committee and the Nomination Committee;
- ii. Mr. Tao Ming Lee Martin has been appointed as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee; and
- iii. Mr. Ngok Ho Wai has been appointed as the chairman of the Audit Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Basetrophy Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Ng Ki Man (“**Mr. Ng**”) resigned as an independent non-executive Director with effect from 2 June 2023 due to his personal commitments on other businesses. Mr. Ng has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention to the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Mr. Ng for his service and contribution to the Group during his tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Tao Ming Lee Martin (“**Mr. Tao**”) has been appointed as an independent non-executive Director with effect from 2 June 2023.

Mr. Tao Ming Lee Martin, aged 66, has approximately 44 years of experience in engineering. Mr. Tao is currently a M & E manager in Yearfull Contracting Limited. He has been a member and a chartered engineer of the Chartered Institution of Building Services Engineers since June 2022 and July 2022, respectively. Mr. Tao has been a safety officer registered in Hong Kong since Jan 1998.

The Company has entered into a service contract with Mr. Tao for a term of 1 year with effect from 2 June 2023 (the “**Service Contract**”). Mr. Tao will hold the office until the forthcoming annual general meeting of the Company and be eligible for re-election at that meeting pursuant to the articles of association of the Company. Pursuant to the Service Contract, Mr. Tao will not receive a basic remuneration.

Save as disclosed above as at the date of this announcement, Mr. Tao (i) does not hold any position in the Company or any of its subsidiaries; (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”)) of the Company; (iii) does not have, and is not deemed to have, any interest or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong)) of the Company; and (iv) did not hold any other directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement.

Mr. Tao has confirmed that he meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, there are no other matters concerning Mr. Tao's appointment that need to be brought to the attention of the Shareholders nor is there any information relating to Mr. Tao that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Mr. Tao in joining the Board.

CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

The Board further announces the change of members of the board committees as follows with effect from 2 June 2023:

- i. Following his resignation as an independent non-executive Director, Mr. Ng also resigned as the chairman of the audit committee of the Board (the "**Audit Committee**"), and a member of each of the remuneration committee (the "**Remuneration Committee**") and the nomination committee (the "**Nomination Committee**") of the Board;
- ii. Following his appointment as an independent non-executive Director, Mr. Tao has also been appointed as a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee; and
- iii. Mr. Ngok Ho Wai, an independent non-executive Director, has been appointed as the chairman of the Audit Committee.

By order of the Board
Basetrophy Group Holdings Limited
Lau Chung Ho
Executive Director

Hong Kong, 2 June, 2023

As at the date of this announcement and following the above resignation and appointment of Directors, the Board comprises Mr. Lau Chung Ho, Mr. Leung Yat Fai Frankie Keith, Ms. Fong Pui Yin Vivian, Ms. Du Wanfen and Mr. Li Aiming as executive Directors; and Mr. Lam Chee-yau Timothy, Mr. Ngok Ho Wai and Mr. Tao Ming Lee Martin as independent non-executive Directors.

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 on the “Latest Listed Company Information” page of the Stock Exchange website at www.hkexnews.hk for at least 7 days from the date of its publication and on the Company’s website at www.wbgroupfw.com.hk.