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## **CBK Holdings Limited**

**國茂控股有限公司**

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

**(Stock Code: 8428)**

### **APPOINTMENT AND RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that Mr. Zhang Yuhao has been appointed as an independent non-executive Director of the Company, and a member of each of the Audit Committee, Nomination Committee, the Remuneration Committee and the Legal Compliance Committee of the Company, with effect from 6 November 2023.

The Board further announces that Mr. Chong Alex Tin Yam has tendered his resignation as an independent non-executive Director of the Company, the chairman of the Audit Committee and a member of each of the Nomination Committee, the Remuneration Committee and the Legal Compliance Committee of the Company with effect from 6 November 2023.

Ms. Lau Man Kei, the existing independent non-executive director of the Company, will act as the chairmen of Audit Committee after the change of Directors becomes effective from 6 November 2023.

#### **APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF BOARD COMMITTEES**

The board (“**Board**”) of directors (“**Directors**”) of CBK Holdings Limited (the “**Company**”) is pleased to announce that Mr. Zhang Yuhao (“**Mr. Zhang**”) has been appointed as an independent non-executive Director of the Company, the audit committee (the “**Audit Committee**”) and a member of each of the nomination committee (the “**Nomination Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the legal compliance committee (the “**Legal Compliance Committee**”) of the Company, with effect from 6 November 2023 (the “**Appointments**”). The biographical details of Mr. Zhang are set out below:

Zhang Yuhao, aged 30, boasts over four years of experience in finance and investment. Currently serving as the General Manager of the Initial Public Offer Center at Profitech Financial Holdings Limited since 2021, he oversees responsibilities encompassing investment, financing, reorganization, and acquisitions.

Mr. Zhang has entered into an appointment letter with the Company for a term of one year commencing from 6 November 2023 provided that at any time during the term of appointment, either party may terminate the appointment by giving to the other not less than one month's prior notice in writing. His appointment is subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Articles and the Rules Governing the Listing of the Securities on GEM of The Stock Exchange of Hong Kong Limited ("**GEM Listing Rules**"). Pursuant to the appointment letter, he will receive a director's fee of HK\$120,000 per annum.

Save as disclosed above, as at the date of this announcement, Mr. Zhang confirm that he (i) does not hold any other position with the Company or its subsidiaries (together, the "**Group**") and other members of the Group or any other directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or have any other major appointments and professional qualifications; (ii) does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company (as defined in the GEM Listing Rules); and (iii) does not have any interests in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. Zhang 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 is no further information relating to Mr. Zhang that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there is no other matter in relation to the appointment of Mr. Zhang that needs to be brought to the attention of the shareholders of the Company.

Following the appointment of Mr. Zhang, the number of independent non-executive Director and the number of members of the Audit Committee, Remuneration Committee and Nomination Committee meet the requirements under Rules 5.05 and 5.28 of the GEM Listing Rules and the requirements as stipulated in the terms of reference of the respective committees.

The Board would like to take this opportunity to express warmest welcome Mr. Zhang in joining the Board.

## **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF BOARD COMMITTEES**

The Board hereby announces that Mr. Chong Alex Tin Yam ("**Mr. Chong**") has tendered his resignation as an independent non-executive Director of the Company, the chairman of the Audit Committee and a member of each of the Nomination Committee, the Remuneration Committee, and the Legal Compliance Committee of the Company with effect from 6 November 2023 due to other business commitments.

Mr. Chong has confirmed that he has no disagreement with the Board and there are no matters which need to be brought to the attention to shareholders of the Company and the Stock Exchange in relation to his resignation.

The Board would like to express its sincere gratitude to Mr. Chong for his valuable contributions to the Company during his tenure of office.

## **CHANGE OF COMPOSITION OF THE BOARD**

Ms. Lau Man Kei, the existing independent non-executive director of the Company, will act as the chairmen of Audit Committee after the change of Directors becomes effective from 6 November 2023.

By order of the Board  
**CBK Holdings Limited**  
**CHOW Yik**  
*Chairman and Executive Director*

Hong Kong, 6 November 2023

*As of the date of this announcement, the executive Directors are Mr. Chow Yik and Mr. Tsui Wing Tak; and the independent non-executive Directors are Mr. Chan Kwan Yung, Mr. Zhang Yuhao and Ms. Lau Man Kei.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published and remains on the website of the Company at <https://cbkholdings.etnet.com.hk>.*

*In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.*