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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 OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (“**Board**”) of directors (“**Directors**”) of CBK Holdings Limited (the “**Company**”) is pleased to announce the following appointments of the Directors with effect from 1 December 2023:

- 1) Mr. He Zhiwei (“**Mr. He**”) has been appointed as an executive Director of the Company; and
- 2) Mr. Yue Dinglong (formerly known as Yue Yalong) (“**Mr. Yue**”) has been appointed as an independent non-executive Director of the Company, and a member of each of the audit committee (the “**Audit Committee**”), 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 1 December 2023.

The biographical details of Mr. He and Mr. Yue are set out below:

Mr. He Zhiwei, aged 30, boasts over six years of experience in corporate management. Currently he is the legal representative of Heifei Ke Wei Sports Development Limited* (合肥可為體育發展有限公司). After joining the Company, Mr. He will be responsible for managing the Company.

Mr. He will enter into a letter of appointment with the Company which may be terminated by either party giving to the other not less than one-month prior notice in writing. His directorship shall be subject to retirement by rotation and re-election pursuant to the Articles of Association of the Company (“**Articles**”). He will hold office until the first annual general meeting of the Company at which he will be subject to re-election in accordance with the Articles. Mr. He is entitled to an emolument of HK\$360,000 per annum which was determined by the Board and the Remuneration Committee with reference to the prevailing market conditions, qualifications, duties and responsibilities of Mr. He.

* For identification purpose only

Save as disclosed above, as at the date of this announcement, Mr. He did not hold any directorship in any listed public companies in the last three years; nor has any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; and did not have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). There is no information relating to the appointment of Mr. He as an executive Director that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the Rules Governing the Listing of the Securities on GEM of The Stock Exchange of Hong Kong Limited (“GEM Listing Rules”) and there is no matter that needs to be brought to the attention of the shareholders and the Stock Exchange.

Yue Dinglong (formerly known as Yue Yalong) (“Mr. Yue”), aged 40, has over thirteen years of experience in marketing, finance and investment. Currently serving as the marketing executive of Securities Business Department at Guoyuan Securities Limited since 2008. Mr. Yue holds a bachelor’s degree of business management from Xi’an Jiaotong University.

Mr. Yue has entered into an appointment letter with the Company for a term of one year commencing from 1 December 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 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. Yue 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 SFO (Chapter 571 of the Laws of Hong Kong). Mr. Yue 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. Yue 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. Yue that needs to be brought to the attention of the shareholders of the Company. Following the appointment of Mr. Yue, 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 further announces that the appointment of Mr. Yue as a member of each of the Audit Committee, Nomination Committee, Remuneration Committee and Legal Compliance Committee of the Company have been effective as of the date of this announcement.

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

For and on behalf of the Board
CBK Holdings Limited
CHOW Yik
Chairman and Executive Director

Hong Kong, 1 December 2023

As at the date of this announcement, the Board comprises Mr. Chow Yik, Mr. He Zhiwei and Mr. Tsui Wing Tak as executive Directors; and Mr. Chan Kwan Yung, Mr. Yue Dinglong, Mr. Zhang Yuhao and Ms. Lau Man Kei as independent non-executive Directors.

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 on the website of the Stock Exchange at 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>.