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GUDOU HOLDINGS LIMITED
古兜控股有限公司

(incorporated in the Cayman Islands with limited liability)

(stock code: 8308)

**RESIGNATION AND APPOINTMENT OF DIRECTORS
AND
CHANGE OF MEMBER OF THE AUDIT COMMITTEE,
THE NOMINATION COMMITTEE AND
THE REMUNERATION COMMITTEE**

Resignation of Director

The board (the “**Board**”) of directors (the “**Director(s)**”) of Gudou Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Chiu Chi Wing (“**Mr. Chiu**”) has resigned as an independent non-executive Director of the Company, the chairman of the audit committee and the independent investigation committee and a member of the nomination committee and the remuneration committee, with effect from 11 December 2023, due to his own business engagement which requires more of his attention and dedication.

Mr. Chiu confirmed that he has no disagreement with the Board, the board committees of the Company, the Company and/or the Group, and there is no other matter in respect of their resignations that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

Appointment of Director

The Board further announces that Mr. Chan Cheuk Ho (“**Mr. Chan**”) has been appointed as an independent non-executive Director of the Company, the chairman of the audit committee and the independent investigation committee, and a member of remuneration committee and the nomination committee with effect from 11 December 2023.

Mr. Chan, aged 57, obtained a bachelor's degree in business administration from the Chinese University of Hong Kong in 1989 and a master's degree in business administration from the University of Manchester in 2003. Mr. Chan has been a fellow member of the Hong Kong Institute of Certified Public Accountants since 2003.

In the past 20 years, Mr. Chan has been the finance director, financial controller and company secretary of several listed companies. He is currently an independent non-executive director of Eagle Nice (International) Holdings Limited (HKex: 2368), EPS Creative Health Technology Group Limited (HKex: 3860) and Winshine Science Company Limited (HKex: 209).

He is currently also the company secretary of Pine Technology Holdings Limited (“**Pine Technology**”) (HKex: 1079) since July 2017 and SuperRobotics Holdings Limited (HKex: 8176) since May 2022 respectively.

He was previously an executive director of Pine Technology from June 2017 to May 2022 and Wai Chun Bio-Technology Limited (“**Wai Chun Bio-Technology**”) (HKex: 660), from July 2022 to March 2023.

He was previously also an independent non-executive director of Wai Chun Bio-Technology from November 2020 to July 2022 and an independent non-executive director of Wai Chun Group Holdings Limited (HKex: 1013) from March 2022 to July 2022.

The Company has entered into a letter of appointment with Mr. Chan for a term of one year commencing from 11 December 2023 and his appointment may be terminated by either Mr. Chan or the Company by giving not less than one month' prior notice in writing. Mr. Chan shall hold office until the next annual general meeting of the Company, where he shall be eligible for re-election in accordance with the Company's articles of association, and thereafter subject to retirement by rotation at least once every three years and will be eligible for re-election at the Company's annual general meetings in accordance with the Company's articles of association. Mr. Chan is entitled to receive a director fee of HK\$120,000 per year. Mr. Chan's remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions. Mr. Chan has confirmed that he meets the independence guideline as set out in rule 5.09 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

As at the date of this announcement, Mr. Chan (i) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) did not have any relationship with any directors, senior management, substantial shareholders, or controlling shareholders of the Company (as defined under the **GEM Listing Rules**); and (iii) save as disclosed above, did not hold any directorship in any other public companies the securities of which were listed on any securities market in Hong Kong or overseas in the last three years. Save as disclosed above, there is no other matter concerning Mr. Chan's directorship with the Company that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules, and there are no other material matters relating to Mr. Chan that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chiu for his valuable contribution to the Group during his tenure of office and also extend its welcome to Mr. Chan on his new appointments.

By Order of the Board
Gudou Holdings Limited
Hon Chi Ming
Chairman and Executive Director

Hong Kong, 11 December 2023

The English translation of names or any descriptions in Chinese are marked with “” and is for identification purpose only.*

As at the date of this announcement, the executive Directors are Mr. Hon Chi Ming, Mr. Huang Zhanxiong, Mr. Wang Jun and Mr. Liang Juquan, the non-executive Director is Mr. Tam Man Chiu, and the independent non-executive Directors are Mr. Wu Sai Him, Mr. Chan Cheuk Ho and Prof. Wang Dawu.

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 GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the website of the Company at www.gudouholdings.com.