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AGTech Holdings Limited

亞博科技控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8279)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
RE-COMPLIANCE WITH RULES 5.05(1), 5.05A AND 5.28
OF THE GEM LISTING RULES**

The Board announces that Ms. Yuen Kit Ming Fanny has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from May 14, 2024.

Following the Appointment on May 14, 2024, the Company has fulfilled the requirements under Rules 5.05(1), 5.05A and 5.28 of the GEM Listing Rules.

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

The board (the “**Board**”) of directors (the “**Director(s)**”) of AGTech Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Ms. Yuen Kit Ming Fanny (“**Ms. Yuen**”) has been appointed as an independent non-executive Director and a member of each of the audit committee (the “**Audit Committee**”), the nomination committee (the “**Nomination Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from May 14, 2024 (collectively, the “**Appointment**”). The biographical details of Ms. Yuen are as follows:

Ms. Yuen Kit Ming Fanny

Ms. Yuen Kit Ming Fanny, aged 54, has over 20 years of solid experience in management consulting services (with focus on banking, capital markets and fintech development), information services, data analytics, sales and marketing (serving primarily clients in the financial services industry). From March 2010 to September 2012, she was the General Manager for decision analytics in Greater China South in Experian Hong Kong Limited. From May 2013 to October 2023, she served as the Managing Director for financial services in Accenture Company Limited.

Ms. Yuen was a member of the Departmental Advisory Committee of Department of Information Systems in City University of Hong Kong from May 2021 to April 2024. Ms. Yuen was an assessor of FinTech Award Assessment Team for Hong Kong ICT Awards 2020, 2021 and 2023.

Ms. Yuen obtained a bachelor's degree in English language and literature from Hong Kong Baptist University in 1992.

Save as disclosed above, as at the date of this announcement, Ms. Yuen has not held and is not holding any other position with the Company and other members of the Group. As at the date of this announcement, Ms. Yuen (i) has not held any other directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company (within the meaning of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)); and (iii) does not have and is not deemed to have any interest or short positions in the shares or other securities of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Ms. Yuen has entered into a letter of appointment with the Company for a fixed term of one year commencing from May 14, 2024, which is renewable automatically for a further one-year period upon expiry of each term, subject to retirement by rotation and re-election at an annual general meeting of the Company and pursuant to the bye-laws of the Company. Under the letter of appointment, the Company shall not be liable to pay compensation for the termination of Ms. Yuen's appointment under all circumstances. Ms. Yuen is entitled to receive an annual Director's fee of HK\$200,000 per annum (without any bonus payment), which has been recommended by the Remuneration Committee and approved by the Board with reference to her qualifications, experience and responsibilities with the Company.

Ms. Yuen has confirmed that (i) she meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; (ii) save as disclosed, she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there is no other matter in relation to the appointment of Ms. Yuen that needs to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed pursuant to any of the requirements under Rule 17.50(2) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Ms. Yuen in joining the Board.

RE-COMPLIANCE WITH RULES 5.05(1), 5.05A AND 5.28 OF THE GEM LISTING RULES

Following the Appointment on May 14, 2024, the Company has fulfilled the requirements under Rules 5.05(1), 5.05A and 5.28 of the GEM Listing Rules.

By order of the Board
AGTech Holdings Limited
Sun Ho
Chairman & CEO

Hong Kong, May 14, 2024

* *For identification purposes only*

As at the date of this announcement, the Board comprises (i) Mr. Sun Ho and Ms. Hu Taoye as executive Directors; (ii) Mr. Tung Pen Hung, Ms. Qin Yuehong, Mr. Ji Gang and Mr. Zou Liang as non-executive Directors; and (iii) Mr. Chow Siu Lui, Mr. Chan Ka Leong and Ms. Yuen Kit Ming Fanny 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 HKEXnews website operated by the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting and will be published on the website of the Company at www.agtech.com.