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耀星科技集团

BRIGHTSTAR TECHNOLOGY GROUP CO., LTD

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耀星科技集團股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8446)

**RESIGNATION AND APPOINTMENT OF INDEPENDENT
NON-EXECUTIVE DIRECTORS**

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board announces that the following resignation will take effect from 6 December 2024:

- (i) Mr. Chen Lijun has tendered his resignation notice as an independent non-executive Director. Following the resignation of Mr. Chen as an independent non-executive Director, he would cease to be a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board also announces that the following appointment will take effect from 6 December 2024:

- (i) Mr. Chen Zhipeng has been appointed as the independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee; and
- (ii) Mr. Li Bing has been appointed as the independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Brightstar Technology Group Co., Ltd (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the following resignation will take effect from 6 December 2024:

- (i) Mr. Chen Lijun (“**Mr. Chen**”) has tendered his resignation notice as an independent non-executive Director. Following the resignation of Mr. Chen as an independent non-executive Director, he would cease to be a member of each of the audit committee of the Company (“**Audit Committee**”), the remuneration committee (“**Remuneration Committee**”) and the nomination committee of the Company (“**Nomination Committee**”).

Resignation of the above resigning Director was due to his decisions to devote more time to his personal commitments. Mr. Chen has confirmed that he has no disagreement with the Board and there is no other matter in relation to his ceasing to act as a Director that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Chen for his valuable efforts and contributions to the Company during his tenure of service.

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board also announces the following appointment will take effect from 6 December 2024:

- (i) Mr. Chen Zhipeng (陳志鵬) (“**Mr. Chen ZP**”) has been appointed as the independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee; and
- (ii) Mr. Li Bing (李兵) (“**Mr. Li**”) has been appointed as the independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

Biographical information of the newly appointed Directors is set out as follows:

Mr. Chen Zhipeng

Mr. Chen ZP, aged 52, graduated from the Hunan Armed Police Corps Changsha Command School* (武警湖南總隊警校長沙指揮學校). Prior to this, he served in the Armed Police Corps of Zhuzhou Detachment of Hunan* (武警湖南總隊株洲市支隊). He served as a company-level police advisor at the Zhuzhou Branch Headquarters of the Hunan Armed Police Corps* (武警湖南總隊株洲市支隊司令部). He served as the general manager assistant in Thai Star Development (Shenzhen) Co., Ltd.* (泰之星發展(深圳)有限公司). He is currently the managing director of Hunan Zhuzhou Penghui Washing Co., Ltd.* (湖南株洲鵬輝洗滌有限公司) and Hunan Shan Gou Technology Co., Ltd.* (湖南省閃夠科技股份有限公司).

Mr. Li Bing

Mr. Li, aged 35, has served as the chief operating officer of Mingsheng (Dalian) Network Technology Co., Ltd.* (銘升(大連)網路科技有限公司) and Jiangsu Shengxin Consulting Management Co., Ltd.* (江蘇晟鑫顧問管理有限公司) where he was in charge of the management and operations since 2021 and 2023, respectively.

Each of Mr. Chen ZP and Mr. Li is entitled to receive an emolument of HK\$120,000 per annum. The emolument of each of Mr. Chen ZP and Mr. Li was determined by the Remuneration Committee and approved by the Board, with reference to their duties and responsibilities, experience, time commitment, performance of the Group as well as the remuneration benchmark in the industry and the prevailing market conditions, and shall be reviewed by the Remuneration Committee.

Each of Mr. Chen ZP and Mr. Li has entered into a letter of appointment with the Company pursuant to which they were appointed for a term of three years as independent non-executive Directors. Each of them is also subject to retirement by rotation and re-election at the next following annual general meeting of the Company after his appointment in accordance with the requirements of the articles of association of the Company and the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) and other applicable laws.

Save as disclosed above in this announcement, as at the date hereof, each of Mr. Chen ZP, and Mr. Li (i) does not have any relationship with any of the Directors, senior management or substantial or controlling shareholders of the Company, and he does not hold any other position of the Company and its subsidiaries; (ii) has not held any directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of his appointment, or other major appointments and professional qualifications; and (iii) does not have any interest in the shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Mr. Chen ZP and Mr. Li has confirmed that he has met the independence criteria set out in Rule 5.09 of the GEM Listing Rules. As at the date of this announcement, each of Mr. Chen ZP and Mr. Li confirmed (i) his independence as regards each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above and as far as the Directors are aware, there is no other information relating to the above changes which is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders.

The Board would like to express its warm welcome to Mr. Chen ZP and Mr. Li for joining the Board.

By Order of the Board
Brightstar Technology Group Co., Ltd
Cui Hai Bin
Chairman and Executive Director

Hong Kong, 6 December 2024

* *For identification purpose only*

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Cui Hai Bin, Mr. Yeung Ho Ting Dennis and Ms. Zhang Yan Ling; and four independent non-executive Directors, namely, Mr. Ji Gui Bao, Ms. Jiang Yu E, Mr. Li Bing and Mr. Chen Zhipeng.

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 websites of the Stock Exchange at www.hkexnews.hk and of the Company at www.intechproductions.com.