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Nayuki Holdings Limited
奈雪的茶控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2150)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHANGE IN COMPOSITION OF BOARD COMMITTEES
AND
WITHDRAWAL OF ORDINARY RESOLUTION NO. 2(II) AT
THE ANNUAL GENERAL MEETING TO BE HELD ON JUNE 21, 2023**

The board (the “**Board**”) of directors (the “**Directors**”) of Nayuki Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**” or “**we**” or “**us**”) hereby announces that Mr. Chen Qunsheng (“**Mr. Chen**”) resigned as independent non-executive Director due to his other work arrangements with effect from April 30, 2023. Upon the effective date of the resignation of Mr. Chen, he will also cease to be a member of each of the audit committee of the Company (the “**Audit Committee**”), the remuneration committee of the Company (the “**Remuneration Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”).

Mr. Chen has confirmed that he has no disagreement with the Board in any respect and there are no other matters in relation to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Chen for his valuable contribution to the Company during his term of office.

Reference is made to the circular of the Company (the “**Circular**”) and the notice of annual general meeting of the Company (the “**Notice**”), both dated April 24, 2023 in relation to the convening of the annual general meeting of the Company (the “**AGM**”) on June 21, 2023 for, among others, re-election of retiring Directors.

Due to the resignation of Mr. Chen, the ordinary resolution no. 2(ii) in respect of the re-election of Mr. Chen as an independent non-executive Director as set out in the Circular and the Notice is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company at the AGM. The shareholders of the Company are reminded to read the AGM Notice, including its notes, for details in respect of other resolutions which will be remain scheduled for consideration and approval at the AGM, eligibility for attending the AGM, proxy and other relevant matters.

Save as disclosed above, no other changes have been made to information set out in the Circular and the Notice.

Following the resignation of Mr. Chen, the Company only has two independent non-executive Directors. The number of independent non-executive Directors is less than the requirement under Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The composition of the Audit Committee, Remuneration Committee and Nomination Committee does not comply with the requirements under Rules 3.21, 3.25 and 3.27A of the Listing Rules. The Board will make its best endeavors to identify suitable candidate to fill the vacancy as soon as practicable and in any event within three months from the date of resignation of Mr. Chen in order to ensure compliance by the Company with the requirements under the Listing Rules. The Company will make further announcement in due course.

By order of the Board
Nayuki Holdings Limited
Mr. ZHAO Lin
Chairman

Shenzhen, April 30, 2023

As at the date of this announcement, the Board of the Company comprises Mr. ZHAO Lin, Ms. PENG Xin and Mr. DENG Bin as executive directors; Mr. PAN Pan and Mr. WONG Tak-wai as non-executive directors; and Mr. LIU Yiwei and Ms. ZHANG Rui as independent non-executive directors.