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Bauhaus International (Holdings) Limited

包浩斯國際（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 483)

**(1) RETIREMENT OF EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(3) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES;
AND
(4) CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces the following changes with effect from 26 June 2023:

- (1) Dr. Wong Yui Lam has, by reason of retirement, tendered his resignation as an executive Director and ceased to be an authorised representative of the Company;
- (2) Ms. Choi Sze Man, Mandy is appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and Nomination Committee of the Board;
- (3) Mr. Mak Wing Kit ceased to act as the chairman of the Remuneration Committee and is redesignated as a member of the Remuneration Committee of the Board; and
- (4) Mr. Yeung Yat Hang, an executive Director, is appointed as an authorised representative of the Company.

(1) RETIREMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of Bauhaus International (Holdings) Limited (the “**Company**”) announces that Dr. Wong Yui Lam (“**Dr. Wong**”) has informed the Company of his retirement and has tendered his resignation as an executive Director with effect from 26 June 2023 to devote more time to his personal endeavours.

Dr. Wong has confirmed that he has no disagreement with the Board and is not aware of any matters in relation to his resignation as the executive Director that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its sincere gratitude to Dr. Wong, a co-founder of the Company, for his invaluable contribution to the Company and his outstanding leadership in building a solid foundation for the Company’s continuous growth in the future.

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Choi Sze Man, Mandy (“**Ms. Choi**”) has been appointed as an independent non-executive Director, the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), and a member of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”) (collectively, the “**Appointment**”).

The biographical details of Ms. Choi are set out below:

Ms. Choi, aged 39, graduated from the University of Sydney in 2005 with a Bachelor’s degree in Economic & Social Sciences. Ms. Choi was also awarded an Executive Diploma in Corporate Governance and Innovation Leadership by the Hong Kong Institute of Directors (“**HKIoD**”) in association with IVEY Business School at the University of Western Ontario in 2021 and currently is a fellow member of HKIoD. Ms. Choi has more than 9 years of experience in business operation, business management and strategies planning. She is a director of a seafood trading company based in Hong Kong and is responsible for cost management, factory and product quality control, business-to-business client relations and logistic control.

Ms. Choi entered into a service agreement (the “**Service Agreement**”) with the Company for a term of one (1) year, which may be terminated by either party giving not less than three (3) months’ prior notice in writing and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the articles of association of the Company, Ms. Choi shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election. Pursuant to the Service Agreement, Ms. Choi is entitled to receive an annual remuneration of HK\$80,000, which is determined with reference to her duties and responsibility with the Company, and subject to adjustment as appropriate in the future as determined by the Company. Her future remuneration will be subject to review by the Remuneration Committee from time to time pursuant to the power conferred on it by the Board.

Ms. Choi has confirmed her independence in accordance with Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Save as disclosed above, as at the date of this announcement, Ms. Choi has confirmed that she (i) has not held any directorship 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 the Appointment; (ii) 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); (iii) does not hold any other positions in the Company or its subsidiaries; and (iv) does not have any relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders (as respectively defined in the Listing Rules).

Save as disclosed in this announcement, there is no other matter which needs to be brought to the attention of the Shareholders regarding the Appointment or any other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to extend a very warm welcome to Ms. Choi for joining the Board.

(3) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

Following the Appointment, the composition of the Board committees has changed with effect from 26 June 2023 as follows:

- (i) Mr. Mak Wing Kit has stepped down as the chairman of the Remuneration Committee, and has been redesignated as a member of the Remuneration Committee; and
- (ii) Ms. Choi has been appointed as the chairman of the Remuneration Committee, and a member of each of the Audit Committee and the Nomination Committee.

(4) CHANGE OF AUTHORISED REPRESENTATIVE UNDER THE LISTING RULES

The Board of the Company announces that Dr. Wong ceased to act as an authorised representative of the Company and Mr. Yeung Yat Hang has been appointed as an authorised representative of the Company as required under Rule 3.05 of the Listing Rules with effect from 26 June 2023.

By order of the Board
Bauhaus International (Holdings) Limited
Tong She Man, Winnie
Chairlady

Hong Kong, 26 June 2023

As at the date of this announcement, the Board comprises Madam Tong She Man, Winnie and Mr. Yeung Yat Hang as executive Directors and Mr. Chu To Ki, Mr. Mak Wing Kit, Mr. Wong Man Tai and Ms. Choi Sze Man, Mandy as independent non-executive Directors.