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GOLDEN FAITH GROUP HOLDINGS LIMITED

高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2863)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE
DIRECTOR;
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES;
AND
(3) NON-COMPLIANCE WITH REQUIREMENTS
UNDER RULES 3.10(1) AND 3.21 OF THE LISTING RULES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Golden Faith Group Holdings Limited (the “**Company**”) hereby announces that Mr. Ng Man Li (“**Mr. Ng**”) has tendered his resignation as an independent non-executive Director, the chairman of the Remuneration Committee, the chairman of Risk Management Committee, and a member of each of the Audit Committee and the Nomination Committee of the Company with effect from the date of this announcement as he intended to devote more time to his other business engagements.

Mr. Ng has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation from the position that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company. The Board would like to take this opportunity to thank Mr. Ng for his contributions to the Company during his tenure of office as an independent non-executive Director.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board is pleased to announce that Mr. Chan Wing Fai, an independent non-executive Director, has been appointed as the chairman of the Remuneration Committee and Risk Management Committee of the Company with effect from the date of this announcement.

The Board hereby announces that Ms. Ko Yung Lai Jackie, an executive Director, has resigned as the member of the Remuneration Committee, Nomination Committee and Risk Management Committee of the Company with effect from the date of this announcement.

NON-COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1) AND 3.21 OF THE LISTING RULES

Following the resignation of Mr. Ng, the Company has:

- (i) two independent non-executive Directors, which results in the current number of independent non-executive Directors falling below the minimum number required under Rule 3.10(1) of the Listing Rules; and
- (ii) two members of Audit Committee, which results in the number of Audit Committee members falling below the minimum number required under Rule 3.21 of the Listing Rules.

The Company will use its best endeavors to identify suitable candidate(s) to fill up the vacancy of independent non-executive Director and the vacancy of the member of the Audit Committee in any event within three months from the date of resignation of Mr. Ng as required under Rules 3.11 and 3.23 of the Listing Rules. The Company will make further announcement as and when appropriate.

By order of the Board
Golden Faith Group Holdings Limited
Mr. Ko Chun Hay Kelvin
Chairman

Hong Kong, 1 November 2023

As at the date of this announcement, the executive Directors are Mr. Ko Chun Hay Kelvin and Ms. Ko Yung Lai Jackie; the non-executive Directors are Mr. Yung On Wah and Ms. Wong Cheuk Wai Helena; and the independent non-executive Directors are Mr. Chan Wing Fai and Mr. Yeung Wai Lung.