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BaWang International (Group) Holding Limited

霸王國際（集團）控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01338)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

This announcement is made in pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

1. Dr. WANG Qi has resigned, with effect from 30 June 2024, as an independent non-executive Director, the chairman of Environmental, Social, and Governance committee, and a member of each of the Audit and Risk Management Committee, the Nomination Committee and the Remuneration Committee; and
2. Mr. CHU Tat Hoi has been appointed, with effect from 30 June 2024, as an independent non-executive Director, a member of each of the Audit and Risk Management Committee and the Environmental, Social and Governance Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of BaWang International (Group) Holding Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) has been notified by Dr. WANG Qi (“**Dr. WANG**”), an independent non-executive Director, that he intends to resign as an independent non-executive Director, the chairman of Environmental, Social and Governance Committee, a member of each of the Audit and Risk Management Committee, the Remuneration Committee and the Nomination Committee, all with effect from 30 June 2024.

Dr. WANG has informed the Company that his plan to resign is due to his intention to devote more time to his research pursuits and professional responsibilities, and has also confirmed that he has no disagreement with the Board, and has confirmed that he is not aware of any matters in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Dr. WANG for his leadership, outstanding contribution and devoted service to the Company since his appointment from April 2018.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

In accordance with the Nomination Policy and the Board Diversity Policy of the Company, the Board is pleased to announce that Mr. CHU Tat Hoi (“**Mr. CHU**”) has been appointed as an independent non-

executive Director with effect from 30 June 2024.

Mr. CHU, aged 50, joined the financial industry since 1996 and has gained extensive practical experience in the corporate finance advisory and capital markets of Mainland China and Hong Kong. Mr. CHU previously worked at various licensed corporations in Hong Kong, including Capital 9 Limited, where he was the managing director from 2020 to 2024; Celestial Capital Limited, where he was a director from 2019 to 2020; Convoy Capital Hong Kong Limited, where he was the managing director from 2015 to 2018; and Kingsway Capital Limited from 2000 to 2015 where he last served as a director. He also served Oriental Patron Asia Limited from 1996 to 2000. Mr. CHU obtained a bachelor's degree in business administration from The Chinese University of Hong Kong in 1996.

Save as disclosed above, Mr. CHU (i) does not hold any other positions within the Group, (ii) has no other major appointments and professional qualifications, and (iii) did not hold any directorship in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas. As far as the Board is aware, Mr. CHU does not have any relationship with any director, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

As at the date of this announcement, Mr. CHU does not have any interests in the securities of the Company within the meaning of Part XV of the SFO. Mr. CHU has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, Mr. CHU and the Company are not aware of any other matters that need to be brought to the attention of the shareholders of the Company and there is no information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules in connection with the appointment of Mr. CHU.

Upon comprehensive assessment of each of the factors as disclosed above, the Board considers Mr. CHU to be independent.

Mr. CHU has entered into a letter of appointment with the Company for a term of three years commencing from 30 June 2024, which can be terminated by either party by giving to the other party not less than three months' notice in writing. According to the letter of appointment, the annual Director's fee payable to Mr. CHU as an independent non-executive Director is HK\$200,000 which is based on the recommendation of the Remuneration Committee of the Company with reference to Mr. CHU's experience, duties, responsibilities and the prevailing market conditions.

Pursuant to the articles of association of the Company, Mr. CHU will hold office as a Director until the next annual general meeting of the Company and will be subject to the re-election at that meeting.

Before his appointment became effective, on 7 June 2024, Mr. CHU had obtained the legal advice from a firm of solicitors qualified to advise on Hong Kong law referred to in Rule 3.09D of the Listing Rules and had confirmed that he understood his obligations as an independent non-executive Director, the requirements under the Listing Rules that are applicable to him as an independent non-executive Director and the possible consequences of making a false declaration or giving false information to the Stock Exchange.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

With effect from the appointment of Mr. CHU, he will be appointed as a member of each of the Audit and Risk Management Committee and the Environmental, Social and Governance Committee. At the

same time, Dr. LIU Jing, an independent non-executive director, has been appointed as the chairlady of the Environmental, Social and Governance Committee and also a member of each of the Nomination Committee and the Remuneration Committee, all with effect from 30 June 2024.

The Board would like to take this opportunity to express its warmest welcome to Mr. CHU for joining the Board and congratulate Dr. LIU Jing on her new appointments.

By order of the Board
BaWang International (Group) Holding Limited
CHEN Qiyuan
Chairman

Hong Kong, 19 June 2024

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. CHEN Qiyuan, Mr. CHEN Zheng He and Mr. WONG Sin Yung, and three independent non-executive Directors, namely Mr. CHEUNG Kin Wing, Dr. WANG Qi and Dr. LIU Jing.

**For identification purpose only.*