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**HYBRID KINETIC GROUP LIMITED**

**正道集團有限公司**

*(incorporated in Bermuda with limited liability)*

**(Stock code: 1188)**

**RESIGNATION OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR; AND  
NON-COMPLIANCE WITH LISTING RULES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of Hybrid Kinetic Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. On Ka Shing (“**Mr. On**”) has tendered his resignation as an independent non-executive Director with effect from 17 February 2025 in order to focus on his other business commitments. Following his resignation, Mr. On also ceased to be a member of each of the audit committee (the “**Audit Committee**”) and nomination committee (the “**Nomination Committee**”) of the Company.

Mr. On has confirmed that he has no disagreement with the Board and the Company, and that there is no matter relating to his resignation that needed to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude and appreciation to Mr. On for his valuation contributions to the Group during his tenure of office.

## **NON-COMPLIANCE WITH LISTING RULES**

Following the resignation of Mr. On as an independent non-executive Director with effect from 17 February 2025, the Board comprises four executive Directors, one non-executive Director and two independent non-executive Directors and each of the Audit Committee and the Nomination Committee comprises only two members. As a result, the Company fails to meet:

- (i) the requirement under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), which stipulates that every board of directors of a listed issuer must include at least three independent non-executive directors;
- (ii) the requirement under Rule 3.10(2) of the Listing Rules, which stipulates that at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise;
- (iii) the requirement under Rule 3.10A of the Listing Rules, which stipulates that an issuer must appoint independent non-executive directors representing at least one-third of the board; and
- (iv) the requirement under Rule 3.21 of the Listing Rules, which stipulates that the audit committee must comprise a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules.

The Company is in the process of identifying potential candidates to fill the vacancy of the independent non-executive Director as soon as possible within three months from the effective date of resignation of Mr. On pursuant to Rule 3.11 of the Listing Rules. Further announcement(s) will be made by the Company upon such appointment.

By the order of the Board  
**Hybrid Kinetic Group Limited**  
**Yeung Yung**  
*Chairman*

Hong Kong, 17 February 2025

*As at the date of this announcement, the Board comprises four executive Directors, namely Dr Yeung Yung (Chairman), Mr Liu Stephen Quan, Mr Chen Xiao and Ms Hou Bosson Ying, one non-executive Director, namely Dr Xia Tingkan, Tim and two independent non-executive Directors, namely Dr Zhu Guobin and Dr Li Jianyong.*