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Be Friends Holding Limited

交個朋友控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1450)

CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE; APPOINTMENT OF LEAD INED; AND CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board announces that, with effect from 16 June 2025:

- (i) Mr. Li Jun resigned as a member of the Nomination Committee;
- (ii) Ms. Zhao Hui Li has been appointed as a member of the Nomination Committee;
- (iii) Mr. Kong Hua Wei has been appointed as the Lead INED; and
- (iv) the principal place of business of the Company in Hong Kong has been changed to Office 1202A, 12/F, Keybond Commercial Building, 38 Ferry Street, Kowloon, Hong Kong.

The board (the “**Board**”) of directors (the “**Directors**”) of Be Friends Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following change of composition of board committees of the Company and change of principal place of business of the Company in Hong Kong with effect from 16 June 2025:

- (i) Mr. Li Jun (“**Mr. Li**”) resigned as a member of the nomination committee of the Company (the “**Nomination Committee**”);
- (ii) Ms. Zhao Hui Li (“**Ms. Zhao**”) has been appointed as a member of the Nomination Committee;
- (iii) Mr. Kong Hua Wei (“**Mr. Kong**”) has been appointed as the lead independent non-executive director of the Company (the “**Lead INED**”);
- (iv) The principal place of business of the Company in Hong Kong has been changed to Office 1202A, 12/F, Keybond Commercial Building, 38 Ferry Street, Kowloon, Hong Kong.

CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE AND APPOINTMENT OF LEAD INED

Mr. Li resigned as a member of the Nomination Committee and will continue to serve as an executive director of the Company and the chairman of the Board. Mr. Li has confirmed that he has no disagreement with the Board and there is no other matter about his resignation as a member of the Nomination Committee that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Ms. Zhao, currently an executive director and a member of each of the remuneration committee and the investment committee of the Company, has been appointed as a member of the Nomination Committee.

Mr. Kong, currently an independent non-executive director and a member of each of the audit committee, remuneration committee of the Company and the Nomination Committee, has been appointed as the Lead INED for the purpose of adopting a high standard of corporate governance. The Lead INED will not have a separate or higher level of responsibility or liability relative to other INEDs on the Board. He will serve as a channel of communication to enable shareholders to understand the actions taken by INEDs in the performance of their responsibilities, as an intermediary between directors and shareholders and enhance the communications among the INEDs and between the INEDs and the rest of the Board.

Following the above changes, the Nomination Committee comprises two independent non-executive directors (namely Mr. Ma Zhan Kai, the chairman of the committee, and Mr. Kong) and one executive director (namely Ms. Zhao), and has at least one director of a different gender.

The above changes were made pursuant to a regular evaluation on the structure of the corporate governance of the Company and in compliance with the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, which will come into effect on 1 July 2025.

The Board would like to extend its warm welcome to Ms. Zhao and Mr. Kong in their new roles in the Board.

CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board further announces that the principal place of business of the Company in Hong Kong has been changed to Office 1202A, 12/F, Keybond Commercial Building, 38 Ferry Street, Kowloon, Hong Kong with effect from 16 June 2025. The telephone number and website address of the Company will remain unchanged.

By Order of the Board
Be Friends Holding Limited
Li Jun
Chairman

Hong Kong, 16 June 2025

As at the date of this announcement, the executive directors of the Company are Mr. Li Jun, Mr. Li Liang, Mr. Lo Chi Sum and Ms. Zhao Hui Li and the independent non-executive directors of the Company are Mr. Kong Hua Wei, Mr. Ma Zhan Kai and Dr. Yu Guo Jie.