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Boyaa Interactive International Limited

博雅互動國際有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0434)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES

The Board would like to announce that:

- (1) Mr. LIM Marco Jun Kit has been appointed as an independent non-executive Director, and a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 4 August 2025; and
- (2) Mr. MA Jingchun resigned as an independent non-executive Director and ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 4 August 2025.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”, and each of the Directors, a “**Director**”) of Boyaa Interactive International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. MA Jingchun (“**Mr. MA**”) resigned as an independent non-executive Director with effect from 4 August 2025 due to personal career arrangements.

Mr. MA has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited in relation to his resignation.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that with effect from 4 August 2025, Mr. LIM Marco Jun Kit (“**Mr. LIM**”) has been appointed as an independent non-executive Director, and a member of each of the audit committee, nomination committee and remuneration committee of the Company.

Details of Mr. LIM, which are required to be disclosed 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**”) are set out as follows:

Mr. LIM Marco Jun Kit, aged 44, has been appointed as an independent non-executive Director, and a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 4 August 2025. Mr. LIM is a shareholder and a founding partner of MaiCapital Limited (CE Number: BMC948) (“**MaiCapital**”) and serves as an advisor to the company’s board of directors. MaiCapital is an asset management company focused on digital asset investments and holds Type 4 (advising on securities) and Type 9 (asset management) licences issued by the Securities and Futures Commission under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”). Before joining MaiCapital, Mr. LIM worked at The Goldman Sachs Group, Inc. from September 2012 to March 2018, where he used to serve as an executive director in the Fixed Income, Currencies, and Commodities (FICC) division, responsible for sales and trading operations for institutional clients in Asia. Mr. LIM joined Solomon JFZ (Asia) Holdings Limited, a wholly-owned subsidiary of Solowin Holdings (the shares of which are listed on NASDAQ, stock code: SWIN) in September 2024, and has served as its responsible officer holding Type 1 (dealing in securities), Type 4 (advising on securities), and Type 9 (asset management) licences under the SFO since June 2025. Mr. LIM has more than 20 years of experience in financial markets, covering various asset classes including digital assets, bonds, foreign exchange, derivatives and commodities. Actively engaged in public service and industry affairs, Mr. LIM has been a member of the Task Force on Promoting Web3 Development of the Government of Hong Kong Special Administrative Region since July 2025, a member of the Hong Kong Digital Asset Society Executive Committee since January 2024 and the Vice Chairman of the Digital Asset Committee of The Institute of Financial Technologists of Asia since January 2023. Mr. LIM has been a part-time lecturer for CPT/CPD/OPT public courses at the Hong Kong Securities and Investment Institute since March 2021, and is currently a part-time lecturer at the School of Professional and Continuing Education, The University of Hong Kong, a mentor for the Mentorship Program of the School of Business, Hong Kong Baptist University, and a mentor for the Cyberport Mentorship Services. Mr. LIM graduated from Western University (formerly known as The University of Western Ontario) in Canada in September 2003 and obtained a degree of Bachelor of Administrative and Commercial Studies in Finance/Administration and Economics.

Mr. LIM entered into an appointment letter with the Company for a term commencing on 4 August 2025 and expiring at the conclusion of the next annual general meeting of the Company to be held in 2026, which can be further renewed by mutual agreement. Pursuant to the appointment letter, Mr. LIM is entitled to receive a Director's fee of HKD250,000 per annum for his services as an independent non-executive Director and a member of each of the audit committee, nomination committee and remuneration committee of the Company. The remuneration of Mr. LIM was determined with reference to his qualifications, experience, duties and responsibilities with the Company, the Company's performance and the prevailing market conditions, and will be subject to annual review by the remuneration committee of the Company and the Board. Mr. LIM is also subject to the provisions of retirement and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company or any other applicable laws whereby a Director shall vacate his office.

Mr. LIM has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

As of the date of this announcement, save as disclosed above, Mr. LIM confirmed that he (i) does not have any interests in the Shares or underlying Shares of the Company pursuant to Part XV of the SFO; (ii) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (iii) does not hold any other positions in the Group; and (iv) does not have any relationship with any directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning Mr. LIM that need to be brought to the attention of the shareholders of the Company nor is there any other information relating to Mr. LIM that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Subsequent to the resignation of Mr. MA, he also ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company. The Board is pleased to announce that Mr. LIM has been appointed as a member of each of the audit committee, nomination committee and remuneration committee of the Company, with effect from 4 August 2025.

The Board would like to take this opportunity to express its sincere gratitude to Mr. MA for his valuable contributions to the Company during his tenure of office, and extend its welcome to Mr. LIM for joining the Board.

By order of the Board
Boyaa Interactive International Limited
DAI Zhikang
Chairman and Executive Director

Hong Kong, 4 August 2025

As at the date of this announcement, the executive directors of the Company are Mr. DAI Zhikang and Ms. TAO Ying; the independent non-executive directors of the Company are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. LIM Marco Jun Kit.