

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **Hephaestus Holdings Limited**

### **客思控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8173)**

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

The board announces that with effect from 3 March 2023:

- (1) Mr. Zheng Yuqiang (“**Mr. Zheng**”) has resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee due to his other business engagement; and
- (2) Ms. Tong Yuk Ying Yannie (“**Ms. Tong**”) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee.

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Hephaestus Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Zheng Yuqiang (“**Mr. Zheng**”) has resigned as an independent non-executive Director due to his other business engagement with effect from 3 March 2023. Mr. Zheng also ceased to be the chairman of remuneration committee (the “**Remuneration Committee**”) of the Company and the member of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company.

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

The Board would like to take this opportunity to express its gratitude to Mr. Zheng for his invaluable contributions during his tenure as the independent non-executive Director.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that with effect from 3 March 2023, Ms. Tong Yuk Ying Yannie (“**Ms. Tong**”) has been appointed as the independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee.

### **The biographical details of Ms. Tong**

Ms. Tong, aged 32, Hong Kong Solicitor and Australian lawyer, obtained the degree of Bachelor of Laws from Monash University in 2012. She completed the Graduate Diploma in Legal Practice and Practical Training from Leo Cussen Center For Laws in Australia in 2013 and was subsequently admitted as Australian Lawyer. Ms. Tong completed the Postgraduate Certificate in Laws in 2017 and was admitted as Solicitor in Hong Kong in 2020.

Ms. Tong has over 9 years of working experience in the legal field. Ms. Tong handles civil and criminal disputes and litigation and matters involving different fields of law. Her expertise includes commercial law, contract law, employment law, matrimonial law, property law and trust law. Ms. Tong also possessed vast experience on providing professional advisory services to clients regarding family wealth and other corporate and commercial transactions, including but not limited to, initial public offering and providing professional advice to listed companies on compliance and secretarial matters.

Pursuant to the letter of appointment made between Ms. Tong and the Company, Ms. Tong has been appointed as an independent non-executive Director for a term of three years with effect from 3 March 2023, unless terminated by giving to the other party at least one (1) month’s notice in writing or as may be agreed between Ms. Tong and the Company. Ms. Tong will be subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”). Pursuant to her letter of appointment, Ms. Tong will be entitled to an annual Director’s fee of HK\$60,000, which was determined with reference to her background, experience, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, Ms. Tong (i) (a) is not interested in any share of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong); (b) does not have other major appointments and professional qualifications; and (ii) confirmed as at the date of this announcement that, (a) she does not have any relationship with any Director, member of the senior management of the Group, substantial shareholder or controlling shareholder (having the meanings ascribed to them in the GEM Listing Rules) of the Company; (b) she does not hold any position in the Company or any of its subsidiaries; (c) she did not hold any directorship in the last three years in any public company the securities of

which are listed on any securities market in Hong Kong or overseas; and (iii) there is no further information required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Ms. Tong that need to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board would like to take this opportunity to welcome Ms. Tong for joining the Board.

By order of the Board  
**Hephaestus Holdings Limited**  
**Huang Liang**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 3 March 2023

*As at the date of this announcement, the Board comprised three executive Directors, Mr. Huang Liang, Ms. Lou Yi and Ms. Yip Hiu Ying and three independent non-executive Directors, Mr. Tang Chin Ting, Mr. Lee Man Chun and Ms. Tong Yuk Ying Yannie.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the “Latest Listed Company Information” page of Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at [www.hephaestus.com.hk](http://www.hephaestus.com.hk).*