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Bauhaus International (Holdings) Limited

包浩斯國際（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 483)

**(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board announces the following changes with effect from 30 November 2023:

- (1) Mr. Mak Wing Kit has tendered his resignation as an independent non-executive Director and ceased to be the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee; and
- (2) Mr. Ong Benjamin Peng Liong is appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee.

(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Resignation of Mr. Mak Wing Kit

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of Bauhaus International (Holdings) Limited (the “**Company**”) announces that Mr. Mak Wing Kit (“**Mr. Mak**”) has tendered his resignation as an independent non-executive Director with effect from 30 November 2023 as he wishes to devote more time to his personal endeavours. Upon Mr. Mak’s resignation, he will cease to be the chairman of audit committee (the “**Audit Committee**”) and a member of each of the remuneration committee (the “**Remuneration Committee**”) and nomination committee (the “**Nomination Committee**”) of the Board.

Mr. Mak has confirmed that he has no disagreement with the Board and is not aware of any matters in relation to his resignation as the independent non-executive Director that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its sincere gratitude to Mr. Mak for his invaluable contribution to the Company during his tenure of office.

Appointment of Mr. Ong Benjamin Peng Liong

The Board is pleased to announce that Mr. Ong Benjamin Peng Liong (“**Mr. Ong**”) has been appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee with effect from 30 November 2023 (collectively, the “**Appointment**”).

The biographical details of Mr. Ong are set out below:

Mr. Ong Benjamin Peng Liong, aged 50, is a qualified accountant with 28 years of working experience in mergers and acquisitions, corporate development and various finance roles in Hong Kong, United States and Canada. He held a senior executive position with a global communications and advertising group for the past 12 years. He is a non-executive director of a media and communications company in Vietnam. Previously he held various positions in the transaction advisory and audit divisions of two of the Big 4 accounting firms and in a corporate finance role for a Canadian stock exchange platform. He graduated from the University of British Columbia in Canada in 1995 and holds professional certifications including Chartered Professional Accountant, Chartered Accountant in Canada and Chartered Financial Analyst.

Mr. Ong entered into an appointment letter (the “**Appointment Letter**”) with the Company for a term of one (1) year, which may be terminated by either party giving not less than three (3) months’ prior notice in writing and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company. Pursuant to the Appointment Letter, Mr. Ong is entitled to receive an annual remuneration of HK\$100,000, which is determined by the Board based on the recommendation of the Remuneration Committee after considering a range of factors including which is determined with reference to his duties and responsibility with the Company, and subject to adjustment as appropriate in the future as determined by the Company. His future remuneration will be subject to review by the Remuneration Committee from time to time pursuant to the power conferred on it by the Board.

Mr. Ong has confirmed his independence in accordance with Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Save as disclosed above, as at the date of this announcement, Mr. Ong has confirmed that he (i) has not held any directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of the Appointment; (ii) does not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); (iii) does not hold any other positions in the Company or its subsidiaries; and (iv) does not have any relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholders (as respectively defined in the Listing Rules).

Save as disclosed in this announcement, there is no other matter which needs to be brought to the attention of the Shareholders regarding the Appointment or any other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to extend a very warm welcome to Mr. Ong for joining the Board.

(2) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

Following the Appointment, the composition of the Board committees has changed with effect from 30 November 2023 as follows:

- (i) Mr. Mak ceased to be the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee; and
- (ii) Mr. Ong has been appointed as the chairman of the Audit Committee and a member of each of the Remuneration Committee and Nomination Committee.

By order of the Board
Bauhaus International (Holdings) Limited
Madam Tong She Man, Winnie
Chairlady

Hong Kong, 29 November 2023

As at the date of this announcement, the Board comprises two executive Directors, namely Madam Tong She Man, Winnie and Mr. Yeung Yat Hang and three independent non-executive Directors, namely Mr. Wong Man Tai, Ms. Choi Sze Man, Mandy and Mr. Mak Wing Kit.