

*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.*

## **Geotech Holdings Ltd.**

### **致浩達控股有限公司**

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

**(Stock code: 1707)**

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

The Board announces that with effect from 1 December 2023:

1. Mr. So 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; and
2. Ms. Yip 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 CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF EACH OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”) of Geotech Holdings Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. So Wai Man (“**Mr. So**”) has resigned as an independent non-executive Director, the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”) with effect from 1 December 2023 in order to devote more time to his personal and other business commitments.

Mr. So has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the holders of securities of the Company.

The Board would like to take this opportunity to express its appreciation to Mr. So for his valuable contribution to the Company during his tenure of service as an independent non-executive Director.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, THE CHAIRMAN OF THE REMUNERATION COMMITTEE AND MEMBER OF EACH OF THE AUDIT COMMITTEE AND THE NOMINATION COMMITTEE**

The Board further announces that, upon the recommendation of the Nomination Committee, Ms. Yip Wai Ching (“**Ms. Yip**”) 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 with effect from 1 December 2023.

The biographical information of Ms. Yip is set out below:

Ms. Yip Wai Ching, aged 41, graduated from The Hong Kong Polytechnic University and obtained a Master's degree in Corporate Governance in September 2017 and a Bachelor of Arts in Accountancy in November 2004. She is also a member of The Hong Kong Chartered Governance Institute and The Hong Kong Institute of Certified Public Accountant. Ms. Yip has nearly 20 years of experience in the accounting industry. Ms. Yip is currently a director of Fung, Yu & Co. CPA Limited. Before she joined Fung, Yu & Co. CPA Limited, she worked in various local and international audit firms.

Ms. Yip has entered into an appointment letter with the Company for an initial term of one year commencing from 1 December 2023, and thereafter from year to year, and may be terminated in accordance with its terms. She will hold office until the first annual general meeting of the Company after her appointment and will be eligible for re-election at such annual general meeting, thereafter, she shall be subject to retirement by rotation and re-election at least once every three years in accordance with the second amended and restated memorandum and articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). Pursuant to the appointment letter with the Company, Ms. Yip will be entitled to a director's fee of HK\$15,000.00 per month, which is determined by the Board upon the recommendation of the Remuneration Committee by reference to her experience, qualifications, duties and responsibilities undertaken in the Company and the prevailing market conditions.

As at the date of this announcement, Ms. Yip has confirmed that she (i) does not have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold any other positions with the Company and other members of the Group; (iii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) does not hold any directorships nor any other major appointments and professional qualifications in 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 this announcement.

Save as disclosed above, as at the date of this announcement, Ms. Yip has confirmed that there are no other matters relating to her appointment that need to be brought to the attention of the holders of securities of the Company and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules. Ms Yip has confirmed that she meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Yip in joining the Company.

By order of the Board  
**Geotech Holdings Ltd.**  
**Chen Zhi**  
*Chairman and executive Director*

Hong Kong, 1 December 2023

*As at the date of this announcement, the Board comprises Mr. Chen Zhi as chairman and executive Director, Mr. Qiu Dong as executive Director and Mr. Chan Tsang Mo, Mr. Shen Zejing and Ms. Yip Wai Ching as independent non-executive Directors.*