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# **Lapco Holdings Limited** **立高控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8472)**

## **CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEE**

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

The board (the “**Board**”) of directors (the “**Directors**”) of Lapco Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Wan Hoi Shan (尹凱珊) (“**Ms. Wan**”) has tendered her resignation as an independent non-executive Director with effect from 31 March 2024 due to her other business engagements (the “**Resignation**”).

Following the Resignation, Ms. Wan also ceased to be 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**”).

Ms. Wan confirmed that (i) she has no disagreement with the Board, and (ii) there are no other matters that need to be brought to the attention of the Company’s shareholders and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to the Resignation.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Wan for her valuable contribution to the Company throughout her term of office as an independent non-executive Director.

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

The Board is also pleased to announce that, with effect from 1 April 2024, Mr. Chow Yun Cheung (周潤璋) (“**Mr. Chow**”) 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, respectively.

The biographical details of Mr. Chow is set out below:

Mr. Chow, aged 44, has over 20 years of experience in the accounting, corporate finance and compliance fields. Mr. Chow obtained a bachelor's degree of business administration in 2001 from The Chinese University of Hong Kong. He is a member of the Hong Kong Institute of Certified Public Accountants.

Mr. Chow had served as an independent non-executive director of various listed companies in Hong Kong, including (i) Hon Corporation Limited (stock code: 8259, the shares of which were delisted on 22 June 2022) from January 2022 to May 2022; (ii) Echo International Holdings Group Limited (stock code: 8218) from January 2021 to March 2023; and (iii) Gaodi Holdings Limited (formerly known as China Shenghai Group Limited) (stock code: 1676) from November 2022 to July 2023.

Further, Mr. Chow has been serving as an independent non-executive director of (i) Moody Technology Holdings Limited (stock code: 1400) since February 2018; and (ii) Sterling Group Holdings Limited (stock code: 1825) since January 2024. The issued shares of both of the companies are listed on the main board of the Stock Exchange.

From February 2018 to September 2023, Mr. Chow had been appointed as a non-executive director of Industronics Berhad (stock code: 9393), the issued shares of which are listed on Bursa Malaysia (the stock exchange in Malaysia). He has been re-designated as an independent non-executive director of the same company since September 2023.

In accordance with the letter of appointment made between Mr. Chow and the Company (the "**Letter of Appointment**"), Mr. Chow has been appointed as an independent non-executive Director for an initial fixed term of one (1) year commencing from 1 April 2024 unless terminated by at least seven-days' notice in writing served by either party on the other and is subject to retirement and re-election in accordance with the articles of association of the Company. Pursuant to the Letter of Appointment, Mr. Chow is entitled to a monthly director's fee of HK\$10,000, which is determined by the Board, under the recommendation from the Remuneration Committee, with reference to the prevailing market conditions, Mr. Chow's qualifications, experience, job complexity, workload, duties and responsibilities within the Company.

Mr. Chow has confirmed that he meets the independence criteria as set out in Rule 5.09 of Rules Governing the Listing of Securities on GEM ("**GEM Listing Rules**") of the Stock Exchange.

Save as disclosed above and as the date of this announcement:

- (i) Mr. Chow has not held any other major appointments and qualifications or directorships in any other listed public companies during the last three years preceding the date of this announcement;
- (ii) Mr. Chow does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Group (having the meaning ascribed to them in the GEM Listing Rules);
- (iii) Mr. Chow has not held any other position in the Company or other members of the Group;
- (iv) Mr. Chow is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and
- (v) there is no further information required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Chow 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 Mr. Chow for joining the Board.

By order of the Board  
**Lapco Holdings Limited**  
**Tam Yiu Shing, Billy**  
*Executive Director and Joint Company Secretary*

Hong Kong, 28 March 2024

*As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Tam Yiu Shing, Billy, Mr. Au Pak Lun, Patrick and Mr. Wang Rong; and three independent non-executive Directors, namely Mr. Mak Kwok Kei, Ms. Lam Kit Yan and Ms. Wan Hoi Shan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 matters the omission of which would make any statement in this announcement misleading.*

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