

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.



Royal Century Resources Holdings Limited

仁德資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8125)

**(I) CHANGE OF EXECUTIVE DIRECTOR;
(II) CHANGE OF COMPANY SECRETARY;
(III) CHANGE OF AUTHORISED REPRESENTATIVE;
(IV) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(V) CHANGES OF COMPOSITION OF THE BOARD COMMITTEES**

The Board would like to announce the followings:

Mr. Law Hok Yu has been appointed as an executive Director, company secretary, and authorised representative with effect from 21 May 2024. Mr. Yau Yan Yuen has resigned as an executive Director, company secretary, and authorised representative with effect from 21 May 2024.

Ms. Chan Wai Yan has been appointed as an independent non-executive Director, the chairman of the Nomination Committee and a member of the Audit Committee, the Remuneration Committee and the Compliance Committee with effect from 21 May 2024. Mr. Wu Zhao has resigned as an independent non-executive Director, the chairman of the Nomination Committee and a member of the Audit Committee, the Remuneration Committee and the Compliance Committee with effect from 21 May 2024.

APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Royal Century Resources Holdings Limited (the “**Company**”) announces that Mr. Law Hok Yu (“**Mr. Law**”) has been appointed as an executive Director, company secretary, and authorised representative of the Company and Ms. Chan Wai Yan (“**Ms. Chan**”) has been appointed as an independent non-executive Director, the chairman of the Nomination Committee and a member of the Audit Committee, the Remuneration Committee and the Compliance Committee of the Company for the purpose of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM (the “**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 21 May 2024.

The biographical details of Mr. Law are set out as follows:

Mr. Law

Mr. Law, aged 34, obtained his bachelor degree of Business Administration in Accountancy from the Hong Kong Polytechnic University in 2015. He is a member of the Hong Kong Institute of Certified Public Accountants. Mr. Law has over 10 years of experience in auditing, accounting and corporate finance. Mr. Law is currently an executive director of Hang Yick Holdings Company Limited (stock code: 1894).

Save as disclosed above, Mr. Law has not held any other directorships in public companies listed in Hong Kong or any other major exchanges in the last three years preceding the date of this announcement.

Mr. Law is appointed for an initial term of 3 years, and his directorship will be subject to re-election in accordance with the Company’s articles of association or the GEM Listing Rules.

Mr. Law is entitled to an annual director’s remuneration of HK\$273,000, which was determined having considered his experience, duties and responsibilities and the prevailing market rate of companies of comparable size and similar operation.

Mr. Law does not hold any other position with the Company or its subsidiaries and does not have any relationship with any Directors, senior management of the Company, or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Law does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Law has confirmed there is no other matter that is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules or needs to be brought to the attention of the shareholders of the Company.

The biographical details of Ms. Chan are set out as follows:

Ms. Chan

Ms. Chan, aged 29, obtained a bachelor's degree in Accounting from University of Hull in England. She is a member of the Hong Kong Institute of Certified Public Accountants. Ms. Chan has over 8 years of financial and accounting experiences. Ms. Chan is currently an independent non-executive director of Hope Life International Holdings Limited (stock code: 1683).

Save as disclosed above, Ms. Chan has not held any other directorships in public companies listed in Hong Kong or any other major exchanges in the last three years preceding the date of this announcement.

Ms. Chan is appointed for an initial term of 3 years, and her directorship will be subject to re-election in accordance with the Company's articles of association or the GEM Listing Rules. Ms. Chan is entitled to an annual director's remuneration of HK\$120,000, which was determined having considered her experience, duties and responsibilities and the prevailing market rate of companies of comparable size and similar operation.

Ms. Chan does not hold any other position with the Company or its subsidiaries and does not have any relationship with any Directors, senior management of the Company, or substantial or controlling shareholders of the Company. As at the date of this announcement, Ms. Chan does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Ms. Chan has confirmed there is no other matter that is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules or needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Law and Ms. Chan for joining the Board.

RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Yau Yan Yuen (“**Mr. Yau**”) has resigned as an executive Director, company secretary, and authorised representative with effect from 21 May 2024 as he has to devote more time to his other business engagements. Mr. Yau has confirmed that he has no disagreements with the Board and there are no matters in respect of his resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company. The Board announces that Mr. Wu Zhao (“**Mr. Wu**”) has resigned as an independent non-executive Director, the chairman of the Nomination Committee and a member of the Audit Committee, the Remuneration Committee and the Compliance Committee with effect from 21 May 2024 as he has to devote more time to his other business engagements. Mr. Wu has confirmed that he has no disagreements with the Board and there are no matters in respect of his resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company. The Board members would like to take this opportunity to express its sincere gratitude to Mr. Yau and Mr. Wu for his contributions to the Company during his term of services.

By order of the Board
Royal Century Resources Holdings Limited
Law Hok Yu
Executive Director & Company Secretary

Hong Kong, 21 May 2024

As at the date of this announcement, the executive Directors are Mr. Wang Jun, Ms. Miao Xian Liu and Mr. Law Hok Yu; and the independent non-executive Directors are Ms. Tsang Hau Wai, Mr. Li Ka Chun Gordon and Ms. Chan Wai Yan.

*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 GEM of The Stock Exchange of Hong Kong Limited (“**HKEx**”) 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 the HKEx website at www.hkex.com.hk for at least 7 days from the date of its posting and on the website of the Company at www.royalcentury.hk.