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## **PPS INTERNATIONAL (HOLDINGS) LIMITED**

### **寶聯控股有限公司**

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

**(Stock Code: 8201)**

### **(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND (3) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that with effect from 30 June 2024:

- (a) Mr. Ni Fuhua has been appointed as an independent non-executive Director, the member of each of the audit committee, the nomination committee and the remuneration committee of the Company; and
- (b) Mr. Wang Cui has resigned as an independent non-executive Director, the member of each of the audit committee, the nomination committee and the remuneration committee of the Company.

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

The board (the “**Board**”) of directors (the “**Directors**”) of PPS International (Holdings) Limited (the “**Company**”) is pleased to announce that with effect from 30 June 2024, Mr. Ni Fuhua (“**Mr. Ni**”) has been appointed as an independent non-executive Director of the Company.

Mr. Ni, aged 37, was admitted to practice as a solicitor in People’s Republic of China (the “PRC”) in 2013. He obtained a master of law from Emory University School of Law (埃默里大學法學院) in 2020 and a master of law from East China Normal University (華東師範大學) in 2022. He is the founding and managing partner of Shanghai Zhenchen Law Firm (上海臻辰律師事務所\*) for providing legal services to private and listed companies in the PRC. He is the member of several arbitration institutes including The Chartered Institute of Arbitrators (英國皇家特許仲裁員協會), The Prime Dispute Arbitration and Mediation Institute (英國主要爭議仲裁和調解協會), Arbitrators’ and Mediators’ Institute of New Zealand Inc (紐西蘭仲裁員和調解員協會), California Arbitration (加利福尼亞仲裁), International Mediation Campus (國際調解學院), International Law Research Committee of Shanghai Bar Association (上海律師協會國際法研究委員會), Foreign-related Expert Database of the Oriental Legal Identification Center (東方法律查明中心的涉外專家資料庫) and The Dubai International Financial Centre (迪拜國際金融中心).

On 30 June 2024, the Company entered into a letter of appointment with Mr. Ni, pursuant to which Mr. Ni shall hold office until the next annual general meeting of the Company and thereafter shall be subject to retirement by rotation and re-election at the Company’s annual general meeting in accordance with the articles and association of the Company. Mr. Ni is entitled to a director’s fee of HK\$120,000 per annum which is determined by arm’s length negotiation between Mr. Ni and the Company and with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the remuneration committee of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Ni (i) does not have any relationship with any Directors, senior management, or substantial or controlling shareholders of the Company; (ii) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) did not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, as at the date of this announcement, Mr. Ni, (i) does not hold other positions with the Company or any other members of the Company’s group; (ii) did not have experience including (a) any other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas and (b) any other major appointments and professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them under the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”)) of the Company; and (iv) does not have any interests in shares and/or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company confirms that Mr. Ni has confirmed with the Company (i) his independence as regards each of the factors referred to in Rule 5.09 of the GEM Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect Mr. Ni's independence at the time of his appointment.

Save as disclosed in this announcement, there is no other information to be disclosed pursuant to any of the requirements of Rule 17.50(2) of the GEM Listing Rules of the Stock Exchange and there are no other matters in relation to the appointment of Mr. Ni that need to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to warmly welcome Mr. Ni joining the Board.

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

The Board announces that with effect from 30 June 2024, Mr. Wang Cui (“**Mr. Wang**”) has resigned as an independent non-executive Director of the Company with intention to devote more time to pursue his other business commitments and engagements.

Mr. Wang has confirmed that he has no disagreements with the Board and there are no other matters relating to his resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Wang for his valuable contribution to the Company during his tenures of offices.

### **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board also announces that with effect from 30 June 2024,

- (i) Mr. Ni has been appointed as the member of each of the audit committee, the nomination committee and the remuneration committee of the Company; and
- (ii) Mr. Wang has resigned as the member of each of the audit committee, the nomination committee and the remuneration committee of the Company.

After such, appointment and resignation, the composition of the audit committee, the nomination committee and the remuneration committee of the Company are as follows:

Audit Committee Members : Mr. Kwong Tsz Ching, Jack (*Chairman*)  
Mr. Meng Enhai  
Mr. Ni Fuhua

Nomination Committee Members : Mr. Kwong Tsz Ching, Jack (*Chairman*)  
Mr. Meng Enhai  
Mr. Ni Fuhua

Remuneration Committee Members : Mr. Kwong Tsz Ching, Jack (*Chairman*)  
Mr. Meng Enhai  
Mr. Ni Fuhua

By Order of the Board  
**PPS International (Holdings) Limited**  
**Yu Shaoheng**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 30 June 2024

*As at the date of this announcement, the Board comprises two executive Directors, Mr. Yu Shaoheng and Mr. Lai Tin Ming, and three independent non-executive Directors, Mr. Kwong Tsz Ching, Jack, Mr. Meng Enhai and Mr. Ni Fuhua.*

*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 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 Company Information” page of the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the day of its posting and will be published on the website of the Company at [www.ppsinholdings.com](http://www.ppsinholdings.com).*

\* For identification purpose only