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## **BExcellent Group Holdings Limited**

**精英匯集團控股有限公司**

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

**(Stock Code: 1775)**

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

The board (“**Board**”) of directors (each a “**Director**”) of BExcellent Group Holdings Limited (“**Company**”, together with its subsidiaries, “**Group**”) hereby announces the following changes in the composition of the Board and the committees of the Board:

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

Professor Wong Roderick Sue Cheun (“**Professor Wong**”) has tendered his resignation as an independent non-executive Director with effect from 1 July 2024 (“**Effective Date**”). Professor Wong has resigned to embrace a peaceful retirement as he is approaching the age of 80 years old.

Professor Wong has confirmed with the Board that he has no disagreement with the Board, and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (“**Shareholders**”) or The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

The Board would like to take this opportunity to express its sincere gratitude to Professor Wong for his valuable contribution to the Company during his tenure of service.

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

The Board is pleased to announce that, to fill the casual vacancy on the Board following Professor Wong’s resignation, Mr. Tai Kwok Leung, Alexander (“**Mr. Tai**”) has been appointed as an independent non-executive Director with effect from the Effective Date. Pursuant to article 83(3) of the articles of association of the Company (“**Articles of Association**”), Mr. Tai shall hold office from the Effective Date until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election.

The biographical details of Mr. Tai are as follows:

Mr. Tai, aged 66, graduated from Victoria University of Wellington in New Zealand with a degree in Bachelor of Commerce and Administration in 1982. He then became an associate member of the Hong Kong Institute of Certified Public Accountants and CPA Australia.

Mr. Tai has extensive accountancy, corporate finance and investment experience in Hong Kong and overseas. Mr. Tai is licensed under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”) to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities. Mr. Tai is currently an independent non-executive director of G & M Holdings Limited (Stock Code: 6038), Shengjing Bank Co., Ltd. (Stock Code: 2066) and China Star Entertainment Limited (Stock Code: 0326) which are listed on the Main Board of the Stock Exchange, and is also an executive director of Finet Group Limited (Stock Code: 8317) listed on GEM of the Stock Exchange. He was also an independent non-executive director of Jiayuan International Group Limited (in liquidation) (Stock Code: 2768) (“**Jiayuan**”) from 12 February 2016 to 30 June 2022. Mr. Tai was also an independent non-executive director of AAG Energy Holdings Limited from October 2018 to 11 August 2023. Mr. Tai was also a director of VMS Securities Limited till his retirement from office on 29 December 2023, and was a managing director and the head of Corporate Finance Department of Investec Capital Asia Limited till July 2017.

Jiayuan is a limited liability company incorporated in Cayman Islands whose shares are listed on the Main Board of the Stock Exchange. Jiayuan’s principal business concerns property development including residential and commercial complexes. Jiayuan was served with a winding up petition on 6 September 2022, and ordered to be wound up by the High Court of The Hong Kong Special Administrative Region on 2 May 2023. Upon application by the provisional liquidator, joint and several liquidators were subsequently appointed of Jiayuan on 3 January 2024. For further information on the winding-up of Jiayuan, please refer to the announcements of Jiayuan published on the Stock Exchange’s website including that dated 10 January 2024.

Mr. Tai entered into an appointment letter with the Company for a term of three years commencing on the Effective Date unless terminated earlier in accordance with the terms and conditions of such appointment letter, including without limitation by either party serving on the other party three months’ notice in writing. Mr. Tai shall hold office from the Effective Date until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election. Further, Mr. Tai is subject to retirement by rotation and re-election at least once every three years at the annual general meeting of the Company in accordance with the Articles of Association. Apart from this, Mr. Tai has no service contract or proposed service contract with any other members of the Group. Under the said appointment letter, Mr. Tai is entitled to a director’s fee of HK\$15,000 per month as determined by the Board by reference to the then prevailing market conditions, the performance and operating results of the Group as well as his individual expertise.

Save as disclosed above, as at the date of this announcement, Mr. Tai (i) does not hold any position in the Company or other members of the Group, (ii) does not have any other major appointments or professional qualifications, (iii) does not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, (iv) does not have any relationship with any Director, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange (“**Listing Rules**”)) of the Company, and (v) has no interest in and does not hold any shares of the Company or underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed above, as at the date of this announcement, to the best knowledge of the Board, there is no other information which is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

In addition, Mr. Tai has confirmed to the Company (a) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (b) 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 Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment. The Board also considers that Mr. Tai complies with the independence requirements as set out in Rule 3.13 of the Listing Rules.

The Board hereby expresses its warmest welcome to Mr. Tai for joining as a member of the Board.

## **CHANGES IN COMPOSITION OF THE BOARD COMMITTEES**

The Board further announces that, following the retirement of Professor Wong and the appointment of Mr. Tai as an independent non-executive Director of the Company, Professor Wong shall cease to be a member of each of the audit committee, the nomination committee and the remuneration committee of the Board of the Company, and Mr. Tai shall be appointed as a member of each of the audit committee, the nomination committee and the remuneration committee of the Board of the Company, from the Effective Date.

By order of the Board  
**BExcellent Group Holdings Limited**  
**Leung Ho Ki, June**  
*Chairman and Executive Director*

Hong Kong, 1 July 2024

*As at the date of this announcement, the Company’s executive directors are Ms. Leung Ho Ki, June (Chairman), Mr. Tam Wai Lung (Chief Executive Officer), Mr. Chan Tsz Ying, Wister and Mr. Li Man Wai; and the independent non-executive directors are Mr. Kwan Chi Hong, Mr. Li Kai Sing, and Mr. Tai Kwok Leung, Alexander.*