

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.



BASETROPHY GROUP HOLDINGS LIMITED

基地錦標集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8460)

CHANGE OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of Basetrophy Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the resignation of the following two Directors with effect from 4 September 2024:

- (1) Ms. Du Wanfen (“**Ms. Du**”) has tendered her resignation as an executive Director of the Company due to her personal commitments on other businesses.
- (2) Mr. Ngok Ho Wai (“**Mr. Ngok**”) has tendered his resignation as an independent non-executive Director, the chairman of the remuneration committee (the “**Remuneration Committee**”), the chairman of the audit committee (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Company in order to devote more time to his other work commitments.

Each of Ms. Du and Mr. Ngok has confirmed that he/she has no disagreement with the Board and there is no matter which needs to be brought to the attention of shareholders of the Company (the “**Shareholders**”) in respect of his/her resignation.

The Board would like to express its gratitude to Ms. Du and Mr. Ngok for their invaluable contribution to the Company during the tenure of their office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that with effect from 4 September 2024, Mr. Ng Ki Man (“**Mr. Ng**”) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee, the chairman of the Audit Committee and a member of the Nomination Committee.

The biographical details of Mr. Ng are set out below:

Mr. Ng, aged 38, obtained a Bachelor of Business Administration (Honours) degree in Information Systems from the City University of Hong Kong in November 2008 and a Postgraduate Certificate in Professional Accounting in July 2009. Mr. Ng is a member of the Hong Kong Institute of Certified Public Accountants and an associate member of The Institute of Chartered Accountants in England and Wales. Mr. Ng has more than 15 years of experience in auditing and accounting. Mr. Ng was an independent non-executive director of Goal Forward Holdings Limited (now known as China Wantian Holdings Limited) (stock code: 1854) and the Company from September 2016 to September 2022 and from June 2017 to June 2023 respectively. Mr. Ng was also an independent non-executive director of Crown International Corporation Limited (stock code: 0727) from 1 August 2023 to 13 August 2024.

The Company has entered into a service contract with Mr. Ng for a term of one year with effect from 4 September 2024 (the “**Service Contract**”). Mr. Ng will hold the office until the forthcoming annual general meeting of the Company and be eligible for re-election at that meeting pursuant to the articles of association of the Company. Pursuant to the Service Contract, Mr. Ng will not receive a basic remuneration.

Save as disclosed above as at the date of this announcement, Mr. Ng (i) does not hold any position in the Company or any of its subsidiaries; (ii) does not have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”)) of the Company; (iii) does not have, and is not deemed to have, any interest or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong)) of the Company; and (iv) did not hold any other directorship in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the three years prior to the date of this announcement.

Mr. Ng has confirmed that he meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, there are no other matters concerning Mr. Ng’s appointment that need to be brought to the attention of the Shareholders nor is there any information relating to Mr. Ng that is required to be disclosed pursuant to Rules 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board would like to take this opportunity to welcome Mr. Ng in joining the Board.

By order of the Board
Basetrophy Group Holdings Limited
Chan Kui Ming
Company Secretary

Hong Kong, 4 September 2024

As at the date of this announcement and following the above resignation and appointment of Directors, the Board comprises Mr. Lau Chung Ho, Mr. Leung Yat Fai Frankie Keith, Ms. Fong Pui Yin Vivian and Mr. Li Aiming as executive Directors; and Mr. Lam Chee-yau Timothy, Mr. Li Dewen and Mr. Ng Ki Man as independent non-executive Directors.

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 other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.wbgroupfw.com.hk.