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**Boyaa Interactive International Limited**

**博雅互動國際有限公司**

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

**(Stock Code: 0434)**

**CHANGE OF COMPANY SECRETARY, AUTHORISED  
REPRESENTATIVE AND PROCESS AGENT  
AND  
WAIVER FROM STRICT COMPLIANCE WITH  
RULES 3.28 AND 8.17 OF THE LISTING RULES**

The Board announces that with effect from 11 September 2023:

1. Ms. CHOU Kwai Wah has resigned as a Company Secretary and will cease to act as the Authorised Representative and the Process Agent;
2. Ms. TAO Ying and Mr. POON Ping Yeung have been appointed as the Joint Company Secretaries and Ms. TAO will be assisted by Mr. POON in performing her duties as a Joint Company Secretary; and
3. Mr. POON has also been appointed as the Authorised Representative and the Process Agent.

The Board further announces that the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules, for a period of three years commencing from 11 September 2023 with respect to the appointment of Ms. TAO as one of the Joint Company Secretaries, who currently does not possess the qualifications of company secretary as required under Rules 3.28 and 8.17 of the Listing Rules.

## **RESIGNATION OF MS. CHOU KWAI WAH (“MS. CHOU”)**

The board of directors (the “**Board**”) of Boyaa Interactive International Limited (the “**Company**”) hereby announces that Ms. CHOU has tendered her resignation as the company secretary of the Company (the “**Company Secretary**”), and will cease to act as an authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and a process agent of the Company for acceptance of service of process or notices in Hong Kong on behalf of the Company in accordance with the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 19.05(2) of the Listing Rules (the “**Process Agent**”), in each case, with effect from 11 September 2023, due to her other personal commitments.

Ms. CHOU has confirmed that she has no disagreement with the Board, and there are no matters in relation to her resignation from the above positions that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

## **APPOINTMENTS OF MS. TAO YING (“MS. TAO”) AND MR. POON PING YEUNG (“MR. POON”)**

The Board is pleased to announce that following the resignation of Ms. CHOU, Ms. TAO (the current executive director and acting chief executive officer of the Company) and Mr. POON have been appointed as the joint company secretaries of the Company (the “**Joint Company Secretaries**”, and each a “**Joint Company Secretary**”) with effect from 11 September 2023. Mr. POON has also been appointed as the Authorised Representative and the Process Agent, in each case, with effect from 11 September 2023.

The biographical details of Ms. TAO and Mr. POON are set out below:

Ms. TAO Ying joined the Board as an executive director of the Company on 21 September 2018. Before her appointment as an executive director of the Company, Ms. TAO was the person-in-charge of the compliance department of the Group, and was primarily responsible for the handling of the listing compliance issues of the Group, discharging the duties and responsibilities of company secretary, and participating in the internal control, finance, investor relations, and investment project management of the Group. Ms. TAO has served as

a director of Shenzhen Dong Fang Bo Ya Technology Co., Limited (深圳市東方博雅科技有限公司) since November 2018. Ms. TAO has also served as the legal representative, executive director and general manager of Shenzhen Erlulu Technology Company Limited (深圳市貳陸陸科技有限公司) since November 2018. Ms. TAO has served as a director of JIUHO PTE. LTD. since November 2020. Ms. TAO has also served as the legal representative, executive director and the general manager of Shenzhen Jiaxun Zhichuang Technology Co., LTD (深圳市嘉訊智創科技有限公司) since October 2022. Ms. TAO joined the Company in December 2013 and has worked in the Company for over nine years. She has over 15 years of company management experience. Ms. TAO graduated from Anhui University of Finance and Economics in July 2003, with a bachelor's degree in economics in international economics and trade, and also obtained a certificate of graduation with a minor in Accountancy from Anhui University of Finance and Economics. Ms. TAO obtained the Second Level National Certificate of Human Resources Management issued by the Ministry of Human Resources and Social Security, the People's Republic of China in June 2011.

Mr. POON Ping Yeung is the manager of the Listed & Fiduciary Corporate Services Department of Trident Corporate Services (Asia) Limited, a global professional services firm. He has around ten years of professional experience in company secretarial field. Mr. POON is an associate member (holder of practitioner's endorsement) of The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom and The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries). He obtained a bachelor's degree in arts (major in social policy and administration) in October 2012 from The Hong Kong Polytechnic University and a master's degree in corporate governance in October 2019 from Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong).

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Listing Rules, an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his/her academic or professional qualifications or relevant experience.

Ms. TAO currently does not possess the qualifications of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules. However, the Company considers that Ms. TAO is capable of discharging the functions of a Joint Company Secretary by virtue of her knowledge, qualifications and experience. Therefore, the Company has applied to the Stock Exchange, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) with respect to the appointment of Ms. TAO as a Joint Company Secretary for a period of three years from 11 September 2023, being the date of appointment of Ms. TAO as a Joint Company Secretary (the “**Waiver Period**”) subject to the conditions that (i) Ms. TAO must be assisted by Mr. POON as a Joint Company Secretary during the Waiver Period; (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and (iii) the Company will publish this announcement disclosing the reasons, details and conditions of the waiver, and the qualifications and experience of both Ms. TAO and Mr. POON.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Ms. TAO, having had the benefit of Mr. POON’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

The Waiver applies to this case only. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

The Board would like to express its sincere gratitude to Ms. CHOU for her valuable contributions to the Company during her tenure of office and welcome Ms. TAO and Mr. POON on their new appointments.

By order of the Board  
**Boyaa Interactive International Limited**  
**DAI Zhikang**  
*Chairman and Executive Director*

Hong Kong, 11 September 2023

*As at the date of this announcement, the executive directors of the Company are Mr. DAI Zhikang and Ms. TAO Ying; the independent non-executive directors of the Company are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. KONG Fanwei.*