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HKRI

香港興業國際集團有限公司*
HKR International Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 00480)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The board of directors (the “Board”) of HKR International Limited (the “Company”, together with its subsidiaries, the “Group”) is pleased to announce as follows:

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms CHIU Kwai Fong Florence (“Ms CHIU”) has been appointed an Independent Non-executive Director (“INED”) and a member of the Audit Committee and the Corporate Governance Committee of the Company with effect from 26 March 2025.

Ms CHIU, aged 64, was a partner of PricewaterhouseCoopers (“PwC”) until her retirement in June 2021. During her 32-year journey with PwC, she held various leadership roles within PwC, including Asia Pacific Financial Services Tax Leader, Asia Pacific Asset & Wealth Management Tax Leader, China Financial Services Tax Leader, and China Private Equity Tax Leader, and was also a member of PwC’s Global Financial Services Tax Leadership. After retirement, Ms CHIU took up the role of PwC’s senior advisor focusing on government relations, environmental, social, and governance (ESG), and financial service development including sustainable finance from July 2021 till June 2024.

Ms CHIU has a long record of public services in the Hong Kong Special Administrative Region (“HKSAR”) and is currently a member of the Listing Review Committee of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), a member of the Financial Infrastructure and Market Development Sub-Committee under the Exchange Fund Advisory Committee of the Hong Kong Monetary Authority, the co-chair of the Greater Bay Area Green Finance Alliance Working Group of the Hong Kong Green Finance Association and the co-chair of the Golden Z Club Committee, Zonta Club of the New Territories. In addition, she was an ex-officio member of the Financial Services Development Council of the HKSAR (“FSDC”), the convenor of the FSDC’s New Business Committee, a member of the Executive Committee and vice chairman of The Alternative Investment Management Association – Hong Kong Branch and also the chairman of its Tax Subcommittee, an honorary president of the Hong Kong Private Equity Finance Association’s Advisory Board, the vice chairman of the Technical Committee, Hong Kong Venture Capital and Private Equity Association, a member of the Islamic Finance Working Group of the Treasury Markets Association and the president of the Zonta Club of the New Territories.

Ms CHIU was appointed a Justice of the Peace in Hong Kong in July 2018. She is a member of The Institute of Chartered Accountants in England and Wales, the Chartered Institute of Taxation (UK), the Hong Kong Institute of Certified Public Accountants, and The Taxation Institute of Hong Kong. She is also a registered accountant in Macau. Born in Macau, Ms CHIU started her career in London. After qualifying as a chartered accountant and a chartered tax advisor in the United Kingdom, she joined the London Stock Exchange before her return to Hong Kong. Ms CHIU graduated from Imperial College, United Kingdom, with a degree in Computer Science.

Ms CHIU is appointed with a specific term of three years and her directorship is subject to retirement at the forthcoming annual general meeting (“AGM”) of the Company in 2025, at which time, she will be eligible for re-election under article 99 of the Company’s articles of association (the “Articles”). Thereafter, she will be subject to retirement by rotation and re-election at the AGMs of the Company at least once every three years under article 116 of the Articles and code provision B.2.2 of Appendix C1 to the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

Ms CHIU will receive director’s fee of HK\$100,000 per annum and a fee of HK\$150,000 and HK\$100,000 per annum for serving as a member of the Audit Committee and the Corporate Governance Committee, respectively effective from 26 March 2025, which are determined by the Board at the recommendation of the Remuneration Committee having considered the level of responsibility, experience and abilities required of, the level of care and amount of time required and the fees offered for, similar positions in comparable companies, and is subject to authorisation granted by shareholders of the Company at AGM.

As at the date of this announcement, Ms CHIU did not have any interest in the shares and rights of the Company within the meaning of Part XV of the Securities and Futures Ordinance nor any relationship with any directors, senior management or substantial or controlling shareholders of the Company. She also did not hold any directorship in other listed public company in the past three years or any position within the Group.

Ms CHIU has confirmed (i) her independence as regards each of the factors referred to in rule 3.13(1) to (8) of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Group, or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence at the time of her appointment.

Taking into account all of the circumstances described above, the Board considers that Ms CHIU is independent.

Save as disclosed above, there is no information in relation to the appointment of Ms CHIU that needs to be disclosed pursuant to rule 13.51(2) of the Listing Rules or any other matters in relation to her appointment that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warmest welcome to Ms CHIU for her appointment.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

Following the above change, the composition of the Audit Committee and the Corporate Governance Committee is as follows (with effect from 26 March 2025):

Audit Committee

Mr TANG Kwai Chang (Committee Chairman)

Mr CHEUNG Wing Lam Linus

Ms CHIU Kwai Fong Florence

Ms Barbara SHIU

Corporate Governance Committee

Ms WONG CHA May Lung Madeline (Committee Chairman)

Mr CHA Mou Zing Victor

Ms CHIU Kwai Fong Florence

Mr FAN Hung Ling Henry

Mr TANG Kwai Chang

By order of the Board
HKR International Limited
CHA Mou Zing Victor
Executive Chairman

Hong Kong, 26 March 2025

As at the date of this announcement, the Board comprises:

Executive Chairman

Mr CHA Mou Zing Victor

Non-executive Deputy Chairman

Ms WONG CHA May Lung Madeline

Executive Directors

Mr TANG Moon Wah (*Managing Director*)

Ms NGAN Man Ying

Non-executive Directors

Mr CHA Mou Daid Johnson

Mr CHA Yiu Chung Benjamin

Independent Non-executive Directors

Mr CHEUNG Wing Lam Linus

Ms CHIU Kwai Fong Florence

Mr FAN Hung Ling Henry

Ms Barbara SHIU

Mr TANG Kwai Chang

** Registered under the predecessor ordinance of the Companies Ordinance, Chapter 622 of the laws of Hong Kong*