

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.



YU TAK INTERNATIONAL HOLDINGS LIMITED

御德國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 08048)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF THE BOARD COMMITTEES COMPLIANCE WITH RELATING GEM LISTING RULES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of directors (the “**Board**”) of Yu Tak International Holdings Limited (the “**Company**”) is pleased to announce that:-

1. Ms. Bao Manman has been appointed as an independent non-executive Director and a member of each of the audit committee (the “**Audit Committee**”) and the nomination committee (the “**Nomination Committee**”) under the Board; and
2. Ms. Lin Feifei has been appointed as an independent non-executive Director and a member of each of the Audit Committee and the remuneration committee (the “**Remuneration Committee**”) under the Board. (collectively, the “**Appointments**”)

The Appointments will be effective 16 December 2025. The Board would like to express its warm welcome to Ms. Bao and Ms. Lin on their new appointments.

Ms. Bao Manman (aged 33) has over 10 years of experience in legal practice and is currently a practicing lawyer. Ms. Bao successively worked at Beijing DeHeng (Lanzhou) Law Offices, Guangdong Sundial Law Firm and Beijing Global Law Office. She has extensive experience in handling legal matters in relation to listed and unlisted companies in the PRC, particularly in general corporate, corporate governance, securities offerings and dispute resolution. Ms. Bao

obtained her Bachelor of Law degree from East China University of Political Science and Law in Shanghai, China in 2014.

Ms. Lin Feifei (aged 35) has over 11 years of experience in education services. She is the founder of an education service company established in Shenzhen in November 2020. Ms. Lin independently led multiple critical functions of her company, such as strategic management & team leadership, market development & brand building, digital marketing & media operations, customer service excellence and educational program oversight. Ms. Lin graduated and obtained her degree from Xi'an Mingde University of Science and Technology in 2014, majoring in German.

The Company has entered a letter of appointment with each of Ms. Bao and Ms. Lin for a term of three years commencing from 16 December 2025, which is automatically renewable for successive terms of one year subject to retirement by rotation and re-election at annual general meetings and in accordance with the bye-laws of the Company. The director's fee for each of Ms. Bao and Ms. Lin will be HKD120,000 per annum, which is determined with reference to their duties, responsibilities, and experience and is subject to review by the Board and the Remuneration Committee from time to time.

Each of Ms. Bao and Ms. Lin confirm that, as at the date of this announcement:

- (1) she does not have any relationship with any of the directors, senior management, substantial shareholders or controlling shareholders of the Company;
- (2) she does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
- (3) she does not hold other positions in the Company and its subsidiaries; and
- (4) she does not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the preceding three years.

As at the date of this announcement, each of Ms. Bao and Ms. Lin has further confirmed:

- (i) her independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**");
- (ii) that she 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 her independence at the time of her appointment.

Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board believes that the appointments of Ms. Bao and Ms. Lin will strengthen corporate governance and enhance Board diversity. Ms. Bao's extensive legal expertise in corporate governance, securities law, and dispute resolution will reinforce compliance and risk management. Ms. Lin's entrepreneurial background and leadership in founding and managing her education service company bring strategic insight and operational excellence. Their diverse experiences and independent perspectives will enrich decision-making, support sustainable growth, and uphold high governance standards, ensuring the Company remains well-positioned to meet regulatory requirements and stakeholder expectations.

COMPLIANCE WITH RELATING GEM LISTING RULES

Reference is made to the announcement of the Company dated 28 April 2025. Following the Appointments, with effective from 16 December 2025, the Company resumes compliance of the requirements under Rules 5.05, 5.05A of the GEM Listing Rules that the Company must appoint at least three Independent Non-executive Directors representing at least one-third of the Board; and Rules 5.28, 5.34 and 5.36A that the Audit Committee, Nomination Committee and Remuneration Committee require a majority of Independent Non-executive Directors.

CONTINUED SUSPENSION OF TRADING

Trading in the Shares on the Stock Exchange has been suspended since 1 April 2025 and will remain suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
Yu Tak International Holdings Limited
Chong Shui Pan
Chairman
of the Board of Directors

Hong Kong, 15 December 2025

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Chong Shui Pan, Ms. Li Xia, and Mr. Chen Yin and one independent non-executive Director, namely, Mr. Poon Hon Yin.

This announcement, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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: - (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the latest "Latest Listed Company Information" page of the GEM website (<http://www.hkgem.com>) for at least seven days from the date of its posting and on the website of the Company at www.hkjewelry.com.cn.