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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)

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 13.46(2)(b) OF THE LISTING RULES

Reference is made to the announcements of Boyaa Interactive International Limited (the “**Company**”) on 20 May 2020, 26 May 2020, 29 May 2020, 3 June 2020 and 5 June 2020 in relation to, among other things, delay in publication of the audited annual results and despatch of annual report for the year ended 31 December 2019, and the application made by the Company to the Stock Exchange for a waiver from strict compliance with Rules 13.46(2)(b) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to the timing for the Company to lay its audited financial statements before its members at its annual general meeting (the “**Annual General Meeting**”) and the notice of the Annual General Meeting (together referred to as the “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

APPLICATION FOR THE WAIVER

As disclosed in the Announcements, an application was made by the Company to the Stock Exchange for a waiver from strict compliance with the requirements as set out in Rule 13.46(2)(b) of the Listing Rules and allow the Company to hold the Annual General Meeting on Thursday, 16 July 2020 (the “**Waiver**”). The Company is pleased to announce that the Stock Exchange has granted the Waiver subject to the Company’s compliance with its memorandum and articles of association (the “**Articles**”) and the Companies Law of the Cayman Islands (“**Companies Law**”).

REASONS FOR SEEKING THE WAIVER

Under Rule 13.46(2)(b) of the Listing Rules, the Company is required to lay its audited financial statements before its members at its annual general meeting within a period of six months after the end of the financial year of the Company.

As disclosed in the Announcements, due to the change of auditors of the Company and the impact of the COVID-19 Pandemic on the audit and valuation progress carried out by the Company's auditors and valuer, there was a delay in the publication of the 2019 Annual Results and the despatch of the Annual Report. The Company had commenced to identify suitable venue to hold the Annual General Meeting as soon as the timetable for the publication of the 2019 Annual Results and the despatch of the Annual Report was confirmed and was able to identify a suitable venue in Shenzhen to hold Annual General Meeting on 16 July 2020.

COMPLIANCE WITH THE COMPANIES LAW AND THE ARTICLES

According to the Articles, the Company shall hold a general meeting in each year, and not more than 15 months shall elapse (or such longer period as the Stock Exchange may authorise) between the date of one annual general meeting of the Company and that of the next. Given that the previous annual general meeting of the Company was held on 6 June 2019, the proposal by the Company to hold the Annual General Meeting on 16 July 2020 will not conflict with or result in a breach of any of the terms or provisions of the Articles.

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

Hong Kong, 15 June 2020

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 are Mr. CHEUNG Ngai Lam, Mr. CHOI Hon Keung Simon and Mr. SUN Zihua.