

*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.*



**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 INDEPENDENT NON-EXECUTIVE DIRECTORS  
AND  
COMPOSITION OF BOARD COMMITTEES**

The Board would like to announce that:

- (1) Mr. Ma Jingchun has been appointed as an independent non-executive Director, and a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 19 April 2024; and
- (2) Mr. Kong Fanwei retired as an independent non-executive Director and ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 19 April 2024.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”, and each of the Directors, a “**Director**”) of Boyaa Interactive International Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that with effect from 19 April 2024, Mr. Ma Jingchun (“**Mr. Ma**”) has been appointed as an independent non-executive Director.

Details of Mr. Ma, which are required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) are set out as follows:

**Mr. Ma Jingchun (馬靖淳)**, aged 35, has been appointed as an independent non-executive Director, and a member of each of the audit committee, nomination committee and remuneration committee of the Company with effect from 19 April 2024. Mr. Ma has approximately 10 years of relevant experience in financial analysis and management. From September 2014 to September 2017, Mr. Ma worked in Shenzhen Branch of China Merchants Bank Co., Ltd. (the shares of which are listed on the Shanghai Stock Exchange (stock code: 600036) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 03968)), where he was responsible for inter-bank financing and the management of retail financing. From October 2017 to December 2022, Mr. Ma served as a team manager of corporate banking for business units in Shenzhen Branch of Bank of Shanghai Co., Ltd. (the shares of which are listed on the Shanghai Stock Exchange (stock code: 601229)), where he was responsible for financial analysis and financing management of large and medium-sized enterprises. From December 2022 to June 2023, Mr. Ma served as the team head of credit products of retail financing in Shenzhen Branch of Shanghai Pudong Development Bank Co., Ltd. (the shares of which are listed on the Shanghai Stock Exchange (stock code: 600000)), where he was responsible for financial analysis and credit management of retail financing. Mr. Ma has joined Far East Horizon Limited (the shares of which are listed on the Stock Exchange (stock code: 03360)) (the “**Far East Horizon**”) since July 2023 and had worked as a chief analyst in various provinces and regions, responsible for the team's financial analysis and related business management. Currently, he is working as a provincial analyst of finance related business in Far East Horizon and its subsidiaries and is responsible for the finance analysis and related business management of the team. Mr. Ma has served a number of companies related to the Web3 industry and provided corporate finance and financial consulting and related guidance. Mr. Ma obtained a bachelor's degree in economics majoring in finance from Wuhan College of Zhongnan University of Economics and Law and a master's degree in law majoring in fundamental principles of Marxism from Zhongnan University of Economics and Law in June 2011 and June 2014, respectively.

Mr. Ma entered into an appointment letter with the Company for a term commencing on 19 April 2024 and expiring at the conclusion of the next annual general meeting of the Company to be held in 2025, which can be further renewed by mutual agreement. Pursuant to the appointment letter, Mr. Ma is entitled to receive a Director's fee of HKD150,000 per annum for his services as an independent non-executive Director and a member of each of the audit committee, nomination committee and remuneration committee of the Company. The remuneration of Mr. Ma was determined with reference to his qualifications, experience, duties and responsibilities with the Company, the Company's performance and the prevailing market conditions, and will be subject to annual review by the remuneration committee of the Company and the Board. Mr. Ma is also subject to the provisions of retirement and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company or any other applicable laws whereby a Director shall vacate his office.

Mr. Ma has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

As at the date of this announcement, save as disclosed above, Mr. Ma confirmed that he (i) does not have any interests in the Shares or underlying Shares of the Company pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (iii) does not hold any other positions in the Group; and (iv) does not have any relationship with any directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there are no other matters concerning Mr. Ma that need to be brought to the attention of the shareholders of the Company nor is there any other information relating to Mr. Ma that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board also announces that Mr. Kong Fanwei (“**Mr. Kong**”) retired as an independent non-executive Director with effect from the conclusion of the annual general meeting of the Company held on 19 April 2024 due to personal career arrangements.

Mr. Kong has confirmed that he has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange in relation to his retirement.

## **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Subsequent to the retirement of Mr. Kong, he also ceased to be a member of each of the audit committee, nomination committee and remuneration committee of the Company. The Board is pleased to announce that Mr. Ma has been appointed as a member of each of the audit committee, nomination committee and remuneration committee of the Company, with effect from 19 April 2024.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Kong for his valuable contributions to the Company during his tenure of office, and extend its welcome to Mr. Ma for joining the Board.

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

Hong Kong, 19 April 2024

*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. MA Jingchun.*