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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)

**RETIREMENT AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR,
MEMBER OF THE AUDIT COMMITTEE,
THE REMUNERATION COMMITTEE AND
THE NOMINATION COMMITTEE**

The Board announces that, with effect from 14 July 2019:

- (a) Mr. YOU Caizhen retired as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee upon expiry of the term of his appointment letter with the Company on 13 July 2019; and
- (b) Mr. SUN Zihua has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Boyaa Interactive International Limited (the “**Company**”) announces that:

- (a) With effect from 14 July 2019, Mr. YOU Caizhen (由彩震)(“**Mr. You**”) retired as an independent non-executive Director of the Company (“**INED**”), as well as a member of each of the audit committee of the Company (the “**Audit Committee**”), the remuneration committee of the Company (the “**Remuneration Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”) upon expiry of the term of his appointment letter with the Company on 13 July 2019, due to his own decision to devote more time to his personal endeavours.

Mr. You confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. You for his invaluable contributions to the Company during his tenure of office.

- (b) Mr. SUN Zihua (孫自華) (“**Mr. Sun**”) has been appointed as an INED and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee with effect from 14 July 2019. The biographical details of Mr. Sun are set out below:

Mr. Sun, aged 39, obtained a double bachelor’s degree in computer science technology and technology English from the University of Science and Technology of China in July 2002.

Mr. Sun worked as a research and development manager and marketing manager of Kingdee International Software Group Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 0268) from July 2002 to June 2005, responsible for the development and marketing of its software. Mr. Sun then served as a channel and marketing manager of Yonyou Software Co., Ltd.* (用友網絡科技股份有限公司) (formerly known as UFIDA Software Co., Ltd.), a company listed on the Shanghai Stock Exchange (stock code: 600588), from July 2005 to November 2011, responsible for the development of its software market in Hong Kong and Asia Pacific region. From December 2011 to March 2013, Mr. Sun was employed as an enterprise system business manager of Oracle Systems Hong Kong Limited, responsible for the sales and implementation of the Enterprise Management System in Hong Kong and Southern China. Since April 2013, Mr Sun. has been a key account manager of the digital factory division of Siemens Industry Software (Shanghai) Co., Ltd.* (西門子工業軟件(上海)有限公司), a wholly-owned subsidiary of Siemens AG, a company listed in Frankfurt Stock Exchange (stock code: SIE). He is responsible for the promotion and operation of digital solutions for the discrete manufacturing industry such as high-tech electronics in Southern China.

Mr. Sun has entered into a letter of appointment with the Company pursuant to which he is appointed as an INED for a fixed term commencing from 14 July 2019 up to the date of the 2020 annual general meeting of the Company. Mr. Sun will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the

articles of association of the Company. Mr. Sun will be entitled to a director's fee in the sum of HK\$100,000 per annum (inclusive of his role as a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee) according to the letter of appointment. Such remuneration is determined with reference to Mr. Sun's duties, experience and responsibilities in the Company, the Company's performance and prevailing market conditions.

Save as disclosed herein, Mr. Sun does not hold any other positions in the Company and its subsidiaries and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company as at the date of this announcement. Mr. Sun did not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

As at the date of this announcement, Mr. Sun 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).

Mr. Sun has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

Save as disclosed above, there is no other information relating to the appointment of Mr. Sun that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. Sun in joining the Company.

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

Hong Kong, 14 July 2019

As at the date of this announcement, the executive Directors 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.

* *For identification purpose only*