

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.



Amuse Group Holding Limited

佰悅集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8545)

APPOINTMENT OF DIRECTORS AND CHANGES IN THE COMPOSITION OF BOARD COMMITTEE

The Board is pleased to announce that with effect from 19 August 2022:

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Cheng Pak Lam has been appointed as an independent non-executive director of the Company.

CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

With effect from 19 August 2022, the composition of the Board committees has been changed as follows:

Audit Committee	Ms. Chow Chi Ling Janice (<i>Committee Chairman</i>) Mr. Yu Pui Hang Mr. Cheng Pak Lam
Nomination Committee	Mr. Cheng Pak Lam (<i>Committee Chairman</i>) Mr. Yu Pui Hang Ms. Chow Chi Ling Janice
Remuneration Committee	Mr. Yu Pui Hang (<i>Committee Chairman</i>) Ms. Chow Chi Ling Janice Mr. Cheng Pak Lam

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 12 August 2022 (the “**Retirement Announcement**”) in relation to Ms. Ren Hongyan’s retirement as an independent non-executive Director (the “**Retirement**”) with effect from 12 August 2022. As disclosed in the Retirement Announcement, following the Retirement and immediately prior to the date of this announcement:

- (i) the number of members of the audit committee of the Company (the “**Audit Committee**”) was less than three, which did not comply with Rule 5.28 of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”);
- (ii) the position of chairperson of the nomination committee of the Company (the “**Nomination Committee**”) was vacant, which did not comply with Rule 5.36A of the GEM Listing Rules.

The Board is pleased to announce that, with effect from 19 August 2022, Mr. Cheng Pak Lam has been appointed as independent non-executive director.

The biography of the new director is set out in the paragraphs below:

Mr. Cheng Pak Lam (“**Mr. Cheng**”)

Mr. Cheng, aged 33, has over 9 years of experience in accounting and finance. Mr. Cheng has been the chief financial officer of Max Team Engineering Limited since April 2022. He served as a director of COB Management Consultants Limited from August 2021 to March 2022. Prior to August 2021, he worked at other consultancy and accountancy firms to provide services in auditing, management accounting, and consulting for licensed corporations (Type 1, Type 4, and Type 9 regulated activities) and listed companies.

Mr. Cheng is a full member of the HKICPA and CPA Australia and holds a practising certificate of HKICPA. He obtained a Bachelor of Commerce in Accounting from Flinders University.

Mr. Cheng signed an appointment letter with the Company for a term of two (2) years commencing from 19 August 2022, subject to termination in certain circumstances as stipulated in the appointment letter. He is subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the articles of association of the Company and the GEM Listing Rules. Pursuant to the appointment letter, the annual remuneration of Mr. Cheng as independent non-executive director of the Company is HK\$72,000.00, which was determined with reference to his duties and responsibilities in the Company, the prevailing market rate and the remuneration policy of the Company.

As at the date of this announcement, save as disclosed above, each of Mr. Cheng has confirmed that (i) he does not hold any directorship in other public listed companies in Hong Kong or overseas in the past three years; (ii) he does not hold any other positions with the Company or subsidiaries of the Company; (iii) he does not have any relationship with any directors, senior management or substantial or controlling Shareholders; (iv) he does not have any interest of shares or underlying shares of the Company within the meaning of Part XV of the SFO; and (v) there is no other information that is required to be disclosed pursuant to Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules nor there is any other matter that needs to be brought to the attention of the holders of securities of the Company in relation to their appointment.

The Board would like to express its warm welcome to Mr. Cheng in joining the Board.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 19 August 2022, the composition of the Board committees has been changed as follows:

Audit Committee	Ms. Chow Chi Ling Janice (<i>Committee Chairman</i>) Mr. Yu Pui Hang Mr. Cheng Pak Lam
Nomination Committee	Mr. Cheng Pak Lam (<i>Committee Chairman</i>) Mr. Yu Pui Hang Ms. Chow Chi Ling Janice
Remuneration Committee	Mr. Yu Pui Hang (<i>Committee Chairman</i>) Ms. Chow Chi Ling Janice Mr. Cheng Pak Lam

By Order of the Board
Amuse Group Holding Limited
Li Wai Keung
Chairman and Executive Director

Hong Kong, 19 August 2022

As at the date of this announcement, the Board comprises Mr. Li Wai Keung, Mr. To Hoi Pan and Ms. Lee Kwai Fong as executive Directors; Mr. Lee Ming Yeung Michael, Mr. Wei Qing and Mr. Chu Wai Tak as non-executive Directors; and Mr. Yu Pui Hang, Ms. Chow Chi Ling Janice, Ms. Kwok Wai Ling and Mr. Cheng Pak Lam as independent non-executive Directors.

This announcement, for which all the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement in this announcement misleading.

This announcement will remain on the website of Stock Exchange at www.hkexnews.hk on the “Latest Information” page for at least 7 days from the date of its publishing and will be published on the Company’s website at www.amusegroupholding.com.