

*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.*



## **GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED**

**大灣區聚變力量控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1189)**

### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND NON-COMPLIANCE WITH LISTING RULES**

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

The board (the “**Board**”) of directors (the “**Directors**”) of GREATER BAY AREA DYNAMIC GROWTH HOLDING LIMITED (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Liu Yulan (“**Ms. Liu**”) has tendered her resignation to the Company in respect of her positions as an independent non-executive Director, chairman of each of the audit committee (the “**Audit Committee**”) and nomination committee (the “**Nomination Committee**”), and each of the member of remuneration committee (“**Remuneration Committee**”) and the Corporate Governance Committee (the “**Corporate Governance Committee**”) of the Board with effect from 20 September 2024 in order to devote more time to her other work commitments.

Ms. Liu has confirmed that there is no disagreement between her and the Board and there is no matter relating to her resignation 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 sincere appreciation to Ms. Liu for her invaluable contributions to the Company during her tenure of service.

## **NON-COMPLIANCE WITH LISTING RULES**

In light of the abovementioned resignation, the Company does not comply with the requirements of (i) the Board must include at least three independent non-executive Directors and the number of independent non-executive Directors should represent at least one-third of the Board under Rules 3.10 and 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise under Rule 3.10 and 3.21 of the Listing Rules; (iii) at least one of the member of the audit committee is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.21 of the Listing Rules; (iv) the audit committee must be chaired by an independent non-executive director under Rule 3.21 of the Listing Rules; (v) the audit committee comprising a minimum of three members under Rules 3.21 of the Listing Rules; and (vi) the nomination committee comprising a majority of independent non-executive Directors under Rule 3.27A of the Listing Rules.

The Company will use its best endeavours to identify suitable candidate(s) to fill the vacancy in respect of the positions of Ms. Liu as soon as practicable and in any event, within three months from the date of this announcement as required under Rules 3.11 and 3.23 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board  
**GREATER BAY AREA DYNAMIC  
GROWTH HOLDING LIMITED**  
**Tam Chung Sun**  
*Chairman*

Hong Kong, 20 September 2024

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. Tam Chung Sun (*Chairman*)  
Dr. Ho Chuk Man, James  
Mr. Tsang Ming To

*Independent Non-executive Directors:*

Mr. Chau Cham Hin Eric  
Mr. Wan Kwun Lun

*Non-executive Directors:*

Ms. Chen Rongzhuo  
Mr. Chan Tak Hung