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Perfect Optronics Limited

圓美光電有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8311)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE AUDIT COMMITTEE, THE NOMINATION COMMITTEE AND THE REMUNERATION COMMITTEE

Resignation of independent non-executive director, member of the audit committee, the nomination committee and the remuneration committee

The board (the “**Board**”) of directors (the “**Director(s)**”) of Perfect Optronics Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), announces that Mr. Cho Chi Kong (“**Mr. Cho**”) has tendered his resignation as an independent non-executive Director and will cease to be members of the audit committee (the “**Audit Committee**”), the nomination committee (the “**Nomination Committee**”) and the remuneration committee (the “**Remuneration Committee**”) of the Company with effect from 1 July 2024 because Mr. Cho wishes to spend more time with his family members in an overseas country.

Mr. Cho has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation which need to be brought to the attention of the shareholders of the Company.

Appointment of independent non-executive director, member of the audit committee, the nomination committee and the remuneration committee

The Board is pleased to announce that Mr. Lau Ngai Kee Ricky (“**Mr. Lau**”) has been appointed as an independent non-executive Director and a member of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from 1 July 2024.

The biographical details of Mr. Lau are as follows:

Mr. Lau Ngai Kee Ricky, aged 57, has been serving as an independent non-executive director of Macau Legend Development Limited (澳門勵駿創建有限公司), a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 1680) since December 2020, and, New Horizon Health Limited (諾輝健康), a company listed on the Stock Exchange (stock code: 6606) since April 2024, respectively. Mr. Lau obtained a professional diploma in accountancy from Hong Kong Polytechnic in November 1989. Mr. Lau is a Practicing Certified Public Accountant and a fellow of The Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. He has over 30 years of experience in auditing and accounting with extensive experience in areas of initial public offering, merger and acquisition and corporate finance exercise. He had served Deloitte Touche Tohmatsu for 25 years from 1993 to 2018 and had been a partner thereof for 17 years. He is currently a senior director of Moore CPA Limited.

Save as disclosed above, as at the date of this announcement, Mr. Lau (i) does not hold any other positions with the Company or other members of the Group; (ii) does not have any relationship with any Director, member of senior management, or substantial or controlling shareholder of the Company (as respectively defined in The Rules Governing the Listing of Securities (the “**GEM Listing Rules**”) on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM**”)); (iii) has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) 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. Lau has entered into a letter of appointment with the Company for a term of three years commencing from 1 July 2024 for his position as an independent non-executive Director, which may be terminated by either party giving not less than three month’s notice in writing to the other party. Mr. Lau’s position as a Director shall be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the terms of the aforesaid letter of appointment, Mr. Lau shall be entitled to a director’s fee of HKD240,000 per annum. Such remuneration is determined by the Board based on the recommendations of the remuneration committee of the Company, with reference to his position and duties, the qualification and experience, the prevailing market rate as well as the remuneration policy of the Company. Such remuneration is subject to review by the remuneration committee of the Company and the Board from time to time.

Mr. Lau has confirmed (i) his independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the GEM 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 person (as defined in the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Lau that need to be brought to the attention of the shareholders of the Company, nor is there any information requiring to be disclosed pursuant to any provisions of Rule 17.50(2) of the GEM Listing Rules (particularly in relation to sub-paragraphs (h) to (v) therein).

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

By order of the Board
Perfect Optronics Limited
Kan Man Wai
Acting Chairman

Hong Kong, 19 June 2024

As at the date of this announcement, the Board comprises four executive directors, namely, Mr. Cheng Wai Tak (suspended), Mr. Liu Ka Wing (suspended), Mr. Tse Ka Wing (suspended) and Mr. Chang Huan Chia; and three independent non-executive directors, namely, Mr. Kan Man Wai (acting Chairman), Ms. Hsu Wai Man Helen and Mr. Cho Chi Kong.

This announcement, for which the directors of the Company 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 of the Company, 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 herein or this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the day of its publication and on the Company’s website at <http://www.perfect-optronics.com>.