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**FDB HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1826)**

## **(1) APPOINTMENT OF DIRECTOR; AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that, with effect from 11 December 2024, Ms. Ng Chung Chi 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.

### **APPOINTMENT OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of FDB Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that, with effect from 11 December 2024, Ms. Ng Chung Chi (“**Ms. Ng**”) has been appointed as an independent non-executive Director.

The biographical details of Ms. Ng are set out below:

#### ***Independent non-executive Director***

Ms. Ng Chung Chi, (伍頌慈), aged 43, has over 20 years of experience in accounting, auditing and financial reporting, specialising in U.S. listed companies that are based in or have substantial operations in Asia Pacific.

From May 2021 to August 2022, Ms. Ng served as the Chief Financial Officer of Guardforce AI Co., Ltd., a Nasdaq-listed global security solutions provider (Nasdaq: GFAI). She previously held the same role from February 2018 to June 2019, while the company was traded on the U.S. OTC markets. Between March 2019 and May 2020, Ms. Ng was the audit committee chair of Addentax Group Corp. prior to its Nasdaq listing.

Earlier in her career, Ms. Ng served as the Asian services leader in the audit business unit of Crowe Horwath LLP in Denver, Colorado. From January 2013 to December 2016, she was the Audit Senior Manager of GHP Horwath P.C. also in Denver.

Ms. Ng is a member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants.

Ms. Ng has entered into a letter of appointment with the Company for an initial term of three years commencing on 11 December 2024 which is renewable automatically for successive terms of three years upon expiry unless otherwise terminated in accordance with the terms of the letter of appointment. Ms. Ng is entitled to a remuneration of HK\$168,000 per annum, which is determined based on her duties and responsibilities in the Company, her experience, the prevailing market rate and the remuneration policy of the Company. Ms. Ng's appointment is subject to retirement by rotation and re-election in accordance with the articles of association of the Company.

Save as disclosed in this announcement, as at the date of this announcement, Ms. Ng:

- (i) did not hold any position in the Company or other members of the Group;
- (ii) did not hold any directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years preceding the date of this announcement;
- (iii) was not interested in and did not have any interest in any shares or underlying shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong); and
- (iv) was not connected and had no relationship with any Directors, senior management, substantial shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) or controlling shareholders of the Company (as defined in the Listing Rules).

Save as disclosed in this announcement, the Board is not aware of other information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules and there are no other matters relating to the appointment of Ms. Ng that need to be brought to the attention of the Shareholders.

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

The Board announces that, with effect from 11 December 2024, the composition of the committees of the Board will be changed as follows:

### **Audit Committee**

Ms. Ng has been appointed as a member of the audit committee of the Board.

### **Remuneration Committee**

Ms. Ng has been appointed as a member of the remuneration committee of the Board.

### **Nomination Committee**

Ms. Ng has been appointed as a member of the nomination committee of the Board.

By order of the Board  
**FDB Holdings Limited**  
**Ng Kin Siu**

*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 11 December 2024

*As at the date of this announcement, the Board comprises Mr. Ng Kin Siu (Chairman and chief executive officer) as executive Director; Mr. Siu Wilson Wai Lum, Mr. Lau Kwok Fai Patrick, Ms. Ng Chung Chi and Mr. Wong Chun Wah Kelvin as independent non-executive Directors.*