

Date: 20 DEC 2023

Mr. Lee Hon Ying, John  
27A, Block 18  
Chi Fu Fa Yuen, Pokfulam  
Hong Kong

Dear John,

**Re: Hong Kong Technology Venture Company Limited (“Company”)  
Independent Non-Executive Director**

On behalf of the Board of Directors of the Company, I am pleased to confirm the renewal of your appointment as an independent non-executive director of the Company for a further term of one (1) year with effect from 1 January 2024 under the following terms:

1. Appointment

Your appointment as an independent non-executive director of the Company is renewed for a further term of one (1) year commencing from 1 January 2024 subject to the Articles of Association of the Company (“Articles”) and paragraph 2 below.

2. Termination

Your appointment will be terminated automatically without any requirement of notice or compensation if you:

- (1) vacate your office under the terms of the Articles; and
- (2) are not re-elected as a director when you submit yourself to re-election. According to Article 96 of the Articles, your directorship shall be subject to retirement by rotation at least once every three years.

3. Remuneration

Your ordinary remuneration is governed by Article 104 of the Articles and will be fixed by the shareholders at the Company’s general meetings from time to time. Your present remuneration hereunder shall be HK\$308,730 per annum from 1 January 2024 to 31 December 2024 payable at the end of your appointment.

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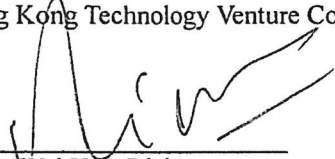
4. Functions

The functions of your directorship shall include but not limited to the followings:

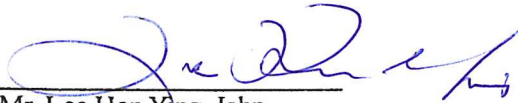
- (i) participating in board meetings of the Company to bring an independent judgment to bear on issues of strategy, policy, performance, accountability, resources, key appointments and standards of conduct;
- (ii) taking the lead where potential conflicts of interests arise;
- (iii) serving on the audit, nomination, remuneration and other governance committees, if invited;
- (iv) scrutinizing the Company's performance in achieving agreed corporate goals and objectives, and monitoring the reporting of performance;
- (v) giving sufficient time and attention to the affairs of the Company;
- (vi) complying with the obligations under the Model Code set out in Appendix 10 of the Listing Rules and the Code of Conduct for Securities Transactions adopted by the Company;
- (vii) complying with the obligations imposed on a director under other guidelines, rules and regulations as may be in force from time to time; and
- (viii) other duties to be delegated by the Board from time to time.

Please confirm your acceptance of re-appointment as an independent non-executive director of the Company upon the above terms by signing, dating and returning to us the enclosed copy of this letter.

Yours sincerely,  
For and on behalf of  
Hong Kong Technology Venture Company Limited

  
\_\_\_\_\_  
Wong Wai Kay, Ricky  
Vice Chairman

I hereby confirm that I accept the appointment as an independent non-executive director of Hong Kong Technology Venture Company Limited upon the terms of this letter of appointment.

  
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Mr. Lee Hon Ying, John  
Date: 16 January 2024