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Sterling Group Holdings Limited
美臻集團控股有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1825)

**APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR,
MEMBER OF AUDIT COMMITTEE,
MEMBER OF REMUNERATION COMMITTEE AND
MEMBER OF NOMINATION COMMITTEE**

The board of directors (the “**Board**”) of Sterling Group Holdings Limited (the “**Company**”) announces that, with effect from 28 September 2021, Mr. TSANG Ho Yin (“**Mr. TSANG**”) has been appointed as independent non-executive director, member of audit committee, member of remuneration committee and member of nomination committee of the Company.

Mr. TSANG, aged 35, was admitted as a solicitor in Australia and Hong Kong in May 2012 and December 2013, respectively. Mr. TSANG is currently a Partner of Stevenson, Wong & Co., specialising in corporate finance and commercial law. Mr. TSANG obtained a bachelor in laws degree and a bachelor in commerce (accounting) degree, both from the University of Melbourne, Australia in August 2008. Mr. TSANG obtained a master in laws degree from the University of Melbourne, Australia in August 2010. Mr. TSANG obtained the postgraduate certificate in laws from the City University of Hong Kong in July 2011.

Mr. TSANG is also a non-executive director of China Regenerative Medicine International Limited (Stock Code: 8158), the issued shares of which are listed on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), since January 2020 and an independent non-executive director of Crosstec Group Holdings Limited (Stock Code: 3893), the issued shares of which are listed on the Main Board of the Stock Exchange, with effect from 28 September 2021.

Mr. TSANG was an independent non-executive director of Inno-Tech Holdings Limited (“**Inno-Tech**”, together with its subsidiaries, collectively, the “**Inno-Tech Group**”) (a company whose shares were listed on GEM of the Stock Exchange and delisted on 13 July 2021, stock code: 8202) from June 2019 to June 2020. Inno-Tech was a company incorporated in Bermuda with limited liability and the principal activities of the Inno-Tech Group were (i) provision of outdoor advertising business through different advertising media network; (ii) television advertising operation; (iii) the event management business; (iv) seafood business; and (v) money lending business in Hong Kong. As disclosed in the announcements of Inno-Tech dated 1 June 2020, 3 July 2020 and 11 September 2020, Inno-Tech received a letter from the Official Receiver’s Officer dated 9 June 2020 which stated that Gram Capital Limited has filed a winding-up petition to the High Court of the Government of the Hong Kong Special Administrative Region against Inno-Tech for principal sum of HK\$195,000 on 7 May 2020. On 9 September 2020, Inno-Tech was ordered to be wound up by the High Court of Hong Kong Special Administrative Region in HCCW 82/2020 and the Official Receiver was appointed as the provisional liquidator.

Mr. TSANG confirmed that (i) he was not a party to such winding-up petition and there is no wrongful act on his part leading to the cancellation of listing and liquidation of Inno-Tech; (ii) he is not aware of any actual or potential claim that has been or will be made against him as a result of the cancellation of listing and liquidation of Inno-Tech.

Mr. TSANG takes up the following roles of the following companies, the issued shares of which are listed on the Stock Exchange: (i) the joint company secretary and authorised representative of Mabpharm Limited (Stock code: 2181) since May 2019; (ii) the company secretary and the authorised representative of Sunshine 100 China Holdings Limited (Stock code: 2608) since November 2019; (iii) the joint company secretary and authorised representative of Sundry Service Group Co. Limited (Stock code: 9608) since January 2021. He was also the company secretary and the authorised representative of Mobile Internet (China) Holdings Limited (Stock code: 1439) from February 2020 to February 2021, the company secretary of Moody Technology Holdings Limited (Stock code: 1400) from January 2019 to November 2019; the company secretary and authorised representative of Sino Energy International Holdings Group Limited (Stock code:1096) from November 2018 to July 2019.

Mr. TSANG has accepted the appointment by signing the letter of appointment with the Company for a term of three years in relation to his appointment as independent non-executive director of the Company, subject to retirement by rotation and re-election at annual general meeting in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). Mr. TSANG is entitled to a director’s fee of HK\$210,000 per annum which was determined with reference to his responsibilities and performance, remuneration benchmark in the industry as well as prevailing market conditions.

As at the date of this announcement and save as disclosed above, Mr. TSANG (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not hold any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any position with the Company or other members of the Group; (iv) has not held any directorship in public companies in the last three years the securities of which are listed on any securities market in Hong Kong or overseas. Mr. TSANG further confirmed that he has satisfied the requirements to act as an independent non-executive director under Rule 3.13 of the Listing Rules.

Save as disclosed herein, there is no other information relating to Mr. TSANG's appointment that is required to be disclosed pursuant to rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to his appointment that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its warm welcome to Mr. TSANG for joining the Company.

By Order of the Board
Sterling Group Holdings Limited
美臻集團控股有限公司*
Choi Siu Wai William
Chairman

Hong Kong, 28 September 2021

As at the date of this announcement, Ms. Wong Mei Wai Alice, Mr. Siu Yik Ming and Mr. Chung Sam Kwok Wai are the executive Directors, Mr. Choi Siu Wai William is the non-executive Director and Chairman, and Mr. Chan Kee Huen Michael, Mr. Ko Ming Tung Edward and Mr. Tsang Ho Yin are the independent non-executive Directors.

* *For identification purpose only*