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TOMO Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8463)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 20 August 2018:

- (a) Mr. Lim Cher Hong ceased to be the chairman of Remuneration Committee and a member of the Audit Committee;
- (b) Mr. Au Ki Lun was appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

The Board further announces that with effect from 20 September 2018:

- (a) Mr. Lim Cher Hong resigned as an independent non-executive Director.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of TOMO Holdings Limited (the “**Company**”), together with its subsidiaries, the “**Group**”) hereby announces that Mr. Au Ki Lun (“**Mr. Au**”) was appointed as an independent non-executive Director with effect from 20 August 2018.

Mr. Au, aged 36, obtained a bachelor’s degree of arts in economics from the Florida International University in 2005, a bachelor’s degree of arts in accounting from the Florida International University in 2006 and a master degree accounting from the Florida International University in 2007. Mr. Au also graduated from City University of Hong Kong in 2018 with a Juris Doctor degree. He is a member of the American Institute of Certified Public Accountants, a member of the Hong Kong Institute of Certified Public Accountants and a certified public accountant in the State of Florida, the United States of America.

He is currently a company secretary and the head of the corporate affairs department of China All Access (Holdings) Limited (a company listed on the Main Board of the Stock Exchange, stock code: 633) since 18 February 2013. He has ten years of working experience in accounting, company secretarial and investment related positions.

Mr. Au entered into a letter of appointment with the Company for an initial fixed term of one year which shall continue thereafter until terminated by Mr. Au or the Company by giving not less than one month's prior notice in writing at any time after such initial fixed term to the other. Mr. Au will hold office until the next annual general meeting of the Company and be eligible for re-election at such meeting. Mr. Au is entitled to directors' remuneration of HK\$120,000 per annum which is determined by the Board with reference to his duties and experience.

As at the date of this announcement, Mr. Au did not have any interests 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), and Mr. Au has no relationships with any directors, senior management or substantial or controlling shareholders of the Company (as defined under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**")). Mr. Au confirmed that he has met the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, Mr. Au has not held any other position in the Company or any other member of the Group, nor any directorship in any listed public companies in the last three years, and there is no other information that is required to be disclosed in accordance with Rule 17.50(2) of the GEM Listing Rules, nor any other matters that need to be brought to the attention of the shareholders of the Company (the "**Shareholders**") in relation to his appointment as an independent non-executive Director.

The Board would like to take this opportunity to welcome Mr. Au to the Board.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that with effect from 20 August 2018:

- (a) Mr. Lim Cher Hong ("**Mr. Lim**") ceased to be the chairman of the remuneration committee of the Company (the "**Remuneration Committee**") and a member of the audit committee of the Company (the "**Audit Committee**");
- (b) Mr. Au was appointed as the chairman of the Remuneration Committee and a member of the Audit Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Lim resigned as an independent non-executive Director with effect from 20 September 2018 as he would like to devote more time to his other professional commitments.

Mr. Lim confirmed that he has no disagreement with the Board and there are no circumstances relating to his resignation above which need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to take this opportunity to express its appreciation for the valuable contributions made by Mr. Lim to the Company during his terms of service as an independent non-executive Director.

By Order of the Board
TOMO Holdings Limited
Siew Yew Khuen
Chairman

Hong Kong, 20 August 2018

As at the date of this announcement, the executive Directors are Mr. Siew Yew Khuen, Ms. Lee Lai Fong, Mr. Siew Yew Wai and Mr. Zha Jianping; and the independent non-executive Directors are Mr. Clarence Tan Kum Wah, Mr. Gary Chan Ka Leung, Mr. Lim Cher Hong and Mr. Au Ki Lun.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, 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 “Latest Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.thetomogroup.com.