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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 BOARD COMMITTEES MEMBERS

The Board announces that with effect from 1 June 2019:

- (a) Mr. Au has resigned as an independent non-executive Director and ceased to be the chairman of Remuneration Committee and a member of the Audit Committee; and
- (b) Mr. Ng has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

RESIGNATION 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**”) announces that Mr. Au Ki Lun (“**Mr. Au**”) has resigned as the independent non-executive Director, 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**”) with effect from 1 June 2019 as he would like to devote more time to his other professional commitments;

Mr. Au confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

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

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Ng Chee Chin (“**Mr. Ng**”) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee with effect from 1 June 2019.

Mr. Ng, aged 38, obtained a bachelor’s degree of science in finance from the National University of Ireland in 2012 and a master degree in applied finance from the University of Adelaide in 2014. Since 2016, he has been admitted as a Chartered Accountant of Singapore, a non-practicing member of the Institute of Singapore Chartered Accountants (ISCA), full member of the Certified Practising Accountant, Australia (CPA Australia), and full member of Chartered Institute of Management Accountants, United Kingdom (CIMA).

He started his career as an Administration and Accounts Executive with Chang Seng Services Pte. Ltd. in year 2000, a company that provides environmental cleaning and pest control services, where he was responsible for accounts preparation and project cost management of the company. In year 2005, Mr. Ng was employed as a Finance Manager by Clean Solutions Pte. Ltd. which is a Singapore company that provides integrated environmental solutions with a staff strength of more than 3,000, where he was in-charge of the finance operations and corporate administration of the company, and Mr. Ng has been promoted to the General Manager (Corporate Services) of the company in October 2011, where he is responsible for overall financial management, reporting, internal controls, taxation matters and oversees that administrative, procurement and human resource departments for the company, development of tender strategies in particular to public project tenders. Mr. Ng is also instrumental in provision of key strategic decisions and formulating business strategies, advising on the financial implications and consequences of business decisions for the company. He has more than 17 years of experience in accounting, financial management, human resource and business administration.

Mr. Ng has entered into a letter of appointment with the Company with initial fixed term of one year which shall continue thereafter until terminated by Mr. Ng 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. His directorship position will be subject to retirement by rotation and re-election at general meeting in accordance with articles of association of the Company. Mr. Ng will be entitled to directors’ remuneration of HK\$120,000 per annum which has been determined by the Board with reference to his duties and experience and the prevailing market situation.

As at the date of this announcement, Mr. Ng 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. Ng has no relationships with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed above, Mr. Ng 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 Rules

Governing the Listing of Securities on GEM of the Stock Exchange, nor any other matters that need to be brought to the attention of the shareholders of the Company in relation to his appointment as an independent non-executive Director.

The Board would like to take this opportunity to welcome Mr. Ng to the Board and believe that Mr. Ng's extensive experience in corporate leadership, networks and good business acumen can offer invaluable insights and advice to the Board.

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

Hong Kong, 1 June 2019

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 and Mr. Ng Chee Chin.

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 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.