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K GROUP HOLDINGS LIMITED

千盛集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8475)

CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 6 June 2022:

1. Mr. Ong King Keung resigned as an independent non-executive Director, the chairman of Audit Committee and the member of each of Remuneration Committee and Nomination Committee; and
2. Mr. Chau Wing Nam was appointed as an independent non-executive Director, the chairman of Audit Committee and the member of each of Remuneration Committee and Nomination Committee.

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of K Group Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) announces that with effect from 6 June 2022, Mr. Ong King Keung (“**Mr. Ong**”) resigned as an independent non-executive Director, the chairman of the audit committee of the Company (the “**Audit Committee**”) and the member of each of the remuneration committee of the Company (the “**Remuneration Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”).

Mr. Ong tendered his resignation due to personal reasons. Mr. Ong confirmed that he did not have any disagreement with the Board and there was no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Mr. Ong for his contribution to the Company during his respective tenure of office.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that with effect from 6 June 2022, Mr. Chau Wing Nam (“**Mr. Chau**”) was appointed as an independent non-executive Director, the chairman of Audit Committee and the member of each of Remuneration Committee and Nomination Committee.

Mr. Chau, aged 34, obtained his Bachelor’s degree in Accounting and Accounting Technologies from the Curtin University of Technology in August 2012. He has been a member of Hong Kong Institute of Certified Public Accountants since May 2017. He has over ten years of experience in auditing, accounting and corporate management and is currently responsible for corporate finance, mergers and acquisitions matters, investors relations, corporate governance as well as compliance affairs.

Pursuant to the letter of appointment entered into between Mr. Chau and the Company (the “**Chau’s Appointment Letter**”), Mr. Chau is appointed as an independent non-executive Director for a term of three years with effect from 6 June 2022 subject to early termination in accordance with the terms of the Chau’s Appointment Letter. Mr. Chau is also subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company and the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”). Mr. Chau is entitled to an annual remuneration of HKD120,000 under the Chau’s Appointment Letter which was determined with reference to his role, qualification, level of experience, the contribution to be made by him to the Company and the prevailing market conditions.

Save as disclosed above, Mr. Chau (i) does not hold any other major appointments or qualifications; and (ii) does not hold other positions in the Company or other members of the Group. Mr. Chau has not held any directorship in any other publicly listed companies in the last three years.

As at the date of this announcement, Mr. Chau has no relationships with any Director, senior management, substantial or controlling shareholder of the Company (having the meaning ascribed to it under the GEM Listing Rules and does 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)).

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 17.50(2) of the GEM Listing Rules and there are no other matters relating to the appointment of Mr. Chau that need to be brought to the attention of the Shareholders.

For and on behalf of
K GROUP HOLDINGS LIMITED
Zhou Junqi
Chairman and Executive Director

Hong Kong, 6 June 2022

As at the date of this announcement, the executive Directors are Mr. Zhou Junqi (Chairman), Mr. Yeap Wei Han, Melvyn (Chief Financial Officer), Ms. Wong Pui Kei Peggy and Mr. Xie Jianlong; the non-executive Director is Mr. Liu Junjie (Vice-Chairman) and the independent non-executive Directors are Mr. Chau Wing Nam, Mr. Law Chung Lam, Nelson and Mr. Lee Ming Yeung, Michael.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 Listed Company Information page of the Stock Exchange at www.hkexnews.hk for a minimum period of seven days from the date of its publication and on the Company's website at www.kgroup.com.hk.