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Optima Automobile Group Holdings Limited
傲迪瑪汽車集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8418)

**(1) RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND**

(2) CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 30 June 2022:–

- (i) Ms. Tan has resigned as an independent non-executive Director. She has ceased to be a member of the Audit Committee, the chairlady of the Remuneration Committee and a member of the Nomination Committee; and
- (ii) Ms. Yi has been appointed as an independent non-executive Director, a member of the Audit Committee, the chairlady of the Remuneration Committee and a member of the Nomination Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Optima Automobile Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that with effect from 30 June 2022, Ms. Tan Meng Choon (“**Ms. Tan**”) has resigned as an independent non-executive Director in order to devote more time to her personal affairs and other business commitments. She has ceased to be a member of the audit committee of the Board (the “**Audit Committee**”), the chairlady of the remuneration committee of the Board (the “**Remuneration Committee**”) and a member of the nomination committee of the Board (the “**Nomination Committee**”).

Ms. Tan has confirmed that she has no disagreement with the Board and there are no other matters in relation to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) or the shareholders of the Company.

The Board would like to take this opportunity to thank Ms. Tan for her contributions to the Company during her tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Yi Jing (“**Ms. Yi**”) has been appointed as an independent non-executive Director with effect from 30 June 2022.

The biographical details of Ms. Yi are set out below:–

Ms. Yi Jing, aged 34, currently practices as a lawyer in Hunan Xingbang Law Firm in the People’s Republic of China (the “**PRC**”) since January 2021. She worked as an assistant to lawyer in the same firm during the period from December 2017 to March 2019 and started to work as an associate in the same firm during the period from March 2019 to January 2021. Ms. Yi was previously the leader of a legal team in Hunan Jinzhou Law Firm* (湖南金州律師事務所) in the PRC during the period from November 2015 to December 2017. She worked as an assistant to the president and general secretary at Hunan Provincial Hunan Cuisine Industry Promotion Association* (湖南省湘菜產業促進會) from March 2012 to November 2015.

Since May 2019, Ms. Yi has acted as an independent director of Bit Brother Limited (formerly known as Urban Tea, Inc.), a NASDAQ-listed company (NASDAQ:BTB). She also serves as the deputy general secretary (part-time) in Hunan Provincial Hunan Cuisine Industry Promotion Association since April 2018 and the deputy director in Youth Returnees’ Association of the Hunan Committee of The Zhi Gong Party of China* (致公黨湖南省委青年海歸聯誼會) since September 2017.

Ms. Yi passed the National Unified Legal Professional Qualification Examination in March 2019 and is qualified as a practising lawyer in the PRC in January 2021. She obtained a bachelor’s degree in jurisprudence from the Chengsha University of Science and Technology in the PRC in June 2010 and a Master of Laws in international commercial law from the University of Kent in the United Kingdom in July 2012.

Ms. Yi has entered into a letter of appointment with the Company for a term of three years commencing from 30 June 2022 which may be terminated by either party giving not less than three months’ prior notice in writing and is subject to termination provisions therein and retirement and re-election in accordance with the articles of association of the Company (the “**Articles of Association**”), the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”) and any other applicable laws from time to time. Pursuant to article 83(3) of the Articles of Association, Ms. Yi shall hold office only until the first annual general meeting of the Company after her appointment and shall then be eligible for re-election at such annual general meeting.

Ms. Yi is entitled to a director’s remuneration of HKD8,000 per month, which has been recommended by the Remuneration Committee and determined by the Board with reference to her duties and responsibilities with the Company, the Company’s performance and the prevailing market conditions, subject to review by the Board and the Remuneration Committee from time to time.

Save as disclosed above and as at the date of this announcement, Ms. Yi (i) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not hold other positions with the Company and its subsidiaries; (iii) has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) 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) (the “SFO”).

Ms. Yi has confirmed that she met the independence criteria set out in Rule 5.09 of the GEM Listing Rules. Save as disclosed above, there is no other matter relating to the appointment of Ms. Yi that is required to be brought to the attention of the shareholders of the Company, nor any information that is required to be disclosed pursuant to the requirements set out in Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to express its warm welcome to Ms. Yi for joining the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following the resignation of Ms. Tan, with effect from 30 June 2022, Ms. Yi has been appointed as a member of the Audit Committee, the chairlady of the Remuneration Committee and a member of the Nomination Committee in place of Ms. Tan.

Following the resignation of Ms. Tan as an independent non-executive Director and the appointment of Ms. Yi as an independent non-executive Director, (i) the Board will consist of nine members, including six executive Directors and three independent non-executive Directors which represent at least one-third of the Board as required under Rules 5.05(1) and 5.05A of the GEM Listing Rules; (ii) the Audit Committee will comprise three members and a majority of independent non-executive Directors as required under Rule 5.28 of the GEM Listing Rules; (iii) the Remuneration Committee will comprise three members, a majority of independent non-executive Directors and chaired by an independent non-executive Director as required under Rule 5.34 of the GEM Listing Rules, and (iv) the Nomination Committee will comprise three members and a majority of independent non-executive Directors as required under Rule 5.36A of the GEM Listing Rules.

For details of the composition of each of the Board committees, please refer to the List of Directors and their Roles and Functions of the Company dated 30 June 2022.

By order of the Board
Optima Automobile Group Holdings Limited
Hu Wu’an
Chairman and Executive Director

Hong Kong, 30 June 2022

As at the date of this announcement, the executive Directors are Mr. Ang Lay Keong (Hong Liqiang), Ms. Lim Li Ling (Lin Liling), Mr. Goh Duo Tzer (Wu Duoze), Ms. Nie Li, Ms. Lin Xiaojuan and Mr. Hu Wu'an; and the independent non-executive Directors are Mr. Chu Kin Ming, Mr. Chang Li-Chung and Ms. Yi Jing.

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 of Hong Kong Limited 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.

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