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## **SDM Education Group Holdings Limited**

### **SDM 教育集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8363)**

## **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of SDM Education Group Holdings Limited (the “**Company**”) announces that with effect on 8 May 2024 Mr. Sun Banggui (“**Mr. Sun**”) has been appointed as a non-executive Director of the Company.

Mr. Sun, formerly known as Sun Bangshi, aged 47, obtained a tertiary degree in Business Administration from Nankai University. Mr. Sun worked for Zhong Qin International Company (中秦國際公司) and was responsible for, among others, investment analysis and post-investment project supervision during November 2014 to March 2016. Mr. Sun acted as Investment Director for Shenzhen Huaxinxingye Investment Management Company Limited (深圳華信興業投資管理有限公司) during May 2009 to November 2014. Mr. Sun was an executive director of HSC Resources Group Limited (鴻盛昌資源集團有限公司) Stock Code: 1850 (formerly known as Windmill Group Limited 海鑫集團有限公司), a company listed on the Main Board of the Stock Exchange of Hong Kong, from December 2021 to May 2022. Save as disclosed, Mr. Sun had not been a director of any other listed company for the last preceding three years.

Mr. Sun has entered into a letter of appointment with the Company. The principal particulars of the appointment letter are (a) for a term of one year commencing from 8 May 2024, which may be terminated by not less than one month’s notice served by either party on the other; and (b) subject to termination provisions therein and provisions on retirement by rotation of Directors as set out in the second amended and restated memorandum and articles of association of the Company. He will be entitled to a basic salary as a non-executive director of HK\$50,000 per annum. Mr. Sun may receive bonus, share options or other share-based incentives in addition to his normal remuneration, such awards are subject to the sole discretion of the Board and dependent on certain factors, including but not limited to, the operating results and requirements of the Group. Mr. Sun’s remuneration has been reviewed by the Remuneration Committee of the Company and is determined by the Board with reference to market rates as well as his qualifications and experience.

Save as disclosed above, Mr. Sun has confirmed that he does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company (within the meaning of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”)) and he has no interests in the shares in the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Sun has confirmed that he meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, there is no further information relating to Mr. Sun that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there is no other matter in relation to the appointment of Mr. Sun that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. Sun in joining the Company.

By Order of the Board  
**SDM Education Group Holdings Limited**  
**Chiu Ka Lok**  
Chairman

Hong Kong, 8 May 2024

*As at the date of this announcement, the executive Directors are Mr. Chiu Ka Lok, Mr. Chun Chi Ngon Richard and Dr. Chun Chun, the non-executive Directors are Ms. Yeung Siu Foon and Mr. Sun Banggui and the independent non-executive Directors are Mr. Chak Chi Shing and Dr. Kao Ping Suen.*

*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 at [www.hkexnews.hk](http://www.hkexnews.hk) on the “Latest Listed Company Information” page of the Stock Exchange’s website for at least 7 days from the date of its posting and on the Company website at [www.sdm.hk](http://www.sdm.hk).*