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New Amante Group Limited

新愛德集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8412)

- (1) RESIGNATION OF EXECUTIVE DIRECTOR;**
- (2) CHANGE OF CHAIRMAN OF THE BOARD,**
- CHIEF EXECUTIVE OFFICER AND AUTHORISED REPRESENTATIVE;**
- (3) LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS; AND**
- (4) CANCELLATION OF THE POSITION OF COMPLIANCE OFFICER**

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of the New Amante Group Limited (the “**Company**”), together with its subsidiaries, the “**Group**”) announces that Mr. Wong Chi Yung has tendered his resignation as the Company’s executive Director, the chairman of the Board (the “**Chairman**”), the chief executive officer of the Company (the “**CEO**”), authorised representative under rule 5.24 of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”), authorised representative for accepting service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (collectively referred to as the “**Authorised Representatives**”) and all other positions in the Group with effect from the conclusion of the Board meeting held on 31 December 2024 due to his other business engagement.

Mr. Wong has confirmed that he has no disagreement with the Board or the Company, and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or the Stock Exchange.

The Board would like to express its sincere gratitude and appreciation to Mr. Wong for his valuable contribution to the Company during his tenure in office and wish him every success in the future.

CHANGE OF CHAIRMAN, CEO AND AUTHORISED REPRESENTATIVE

The Board is pleased to announce that, with effect from the conclusion of the Board meeting held on 31 December 2024, Ms. Ms. Liu Huijing has been appointed as (i) the Chairman, (ii) the CEO, and the Authorised Representatives.

The biographical details of Ms. Liu are set out below:

Ms. Liu Huijing, aged 41, has been appointed as an Executive Director and the vice-Chairman on 3 April 2023. She is currently the director of certain subsidiaries of the Group. Ms. Liu has extensive experience in entertainment, brand promotion and business management. From 2006 to 2023, she worked at New Sparkle Roll International Group Limited (“**New Sparkle**”, a company listed on the main board of the Stock Exchange (stock code: 970)) and held various senior positions, including deputy general manager, investment manager and assistant to the group’s chairman of New Sparkle, where she was responsible for overseeing marketing and brand management of world-renowned high-

end luxury brands represented by New Sparkle or associated with it in Shanghai, including Davidoff, Richard Mille, DeWitt, Parmigiani, Boucheron and Rolls-Royce, and the operation of the group's film and television and media sections. Ms. Liu obtained a master's degree in marketing from the University of Hertfordshire in the United Kingdom in 2011. Ms. Liu currently holds 4,265,250 shares of the Company.

Ms. Liu has entered into a service agreement with the Company for a term of 3 years starting from 3 April 2023 and will be subject to retirement and re-election at the first annual general meeting of the Company after her appointment and thereafter subject to retirement by rotation in accordance with the provisions of the Company's articles and association. Ms. Liu is entitled to receive a remuneration of HK\$70,000 per month, which has been fixed by the Board with reference to, including but not limited to, her duties, responsibilities, performance, prevailing market conditions and remuneration benchmark relevant to other directors of listed companies of similar size.

Save as disclosed above, Ms. Liu has confirmed that as at the date of this announcement, she (i) does not hold any directorship in any public company listed in Hong Kong and overseas in the past three years; (ii) does not have any position with the Company and its subsidiaries; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any other relationships with any Directors, senior management, substantial or controlling Shareholder; and (v) does not have any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there are no other matters in relation to Ms. Liu that need to be brought to the attention of the Shareholders and there is no other information that is required to be disclosed pursuant to rules 17.50(2)(h) to (v) of the GEM Listing Rules.

Pursuant to the code provision C.2.1 of the Corporate Governance Code contained in Appendix C1 (the "CG Code") of the GEM Listing Rules, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Accordingly, with the resignation of Mr. Wong Chi Yung as Chairman and CEO and replaced by Ms. Liu Huijing, there will be a deviation from the code provision C.2.1 by the Company as Ms. Liu Huijing serves as both Chairman and CEO.

Notwithstanding the aforesaid deviation, the Board considers that the present structure will not impair the balance of power and authority between the Board and the management of the Group as the Board assumes collective responsibility on the decision-making process of the Company's business strategies and operation. Nevertheless, the Company will continue to review its operation and seek to re-comply with the code provision C.2.1 of the CG Code by splitting the roles of Chairman and CEO at a time when it is appropriate to increase the independence of corporate governance of the Group.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from 31 December 2024, immediately after the closure of the Board meeting, the members of the Board are set out below:

Executive Directors:

Ms. Liu Huijing

Independent non-executive Directors:

Mr. Pong Chun Yu

Dr. Chen Xiaofeng

Mr. Hui Wai Hung

The table below provides the latest membership information of the Audit Committee, Remuneration Committee and Nomination Committee on which each Board member serves:

Board Committees	Audit Committee	Remuneration Committee	Nomination Committee
Directors			
Ms. Liu Huijing			
Mr. Pong Chun Yu	C	C	M
Dr. Chen Xiaofeng	M	M	C
Mr. Hui Wai Hung	M	M	M

Notes:

C: Chairman of the relevant Board committees

M: Member of the relevant Board committees

CANCELLATION OF THE POSITION OF COMPLIANCE OFFICER

After the amendments to the GEM Listing Rules which took effect from 1 January 2024, the Company is no longer required to appoint a compliance officer under the GEM Listing Rules. As such, the Board has resolved to cancel the position of compliance officer with effect from 31 December 2024.

By order of the Board
New Amante Group Limited
Liu Huijing
Chairman and CEO

Hong Kong, 31 December 2024

As at the date of this announcement, immediately after the closure of the Board meeting, the executive Director is Ms. Liu Huijing, the independent non-executive Directors are Mr. Pong Chun Yu, Dr. Chen Xiaofeng and Mr. Hui Wai Hung.

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 Stock Exchange's website www.hkexnews.hk for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.new-amante.com.