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DLC ASIA
DLC Asia Limited
衍匯亞洲有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8210)

**APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND
CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of DLC Asia Limited (the “**Company**”) is pleased to announce that, with effect from 12 February 2025: (i) Mr. Lau Ming Yeung, Lambert has ceased to be a member of the nomination committee of the Company; and (ii) Ms. Pong Sum Yee Samanta (“**Ms. Pong**”) has been appointed as a non-executive Director and a member of the nomination committee of the Company.

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

Ms. Pong, aged 47, obtained a master’s degree in Engineering, Economics and Management from the University of Oxford in 1999 and a master’s degree in East Asian Studies from Columbia University in 2002. From 1999 to 2001, she worked as an equity capital markets analyst at Merrill Lynch in Hong Kong. Since 2003, she has been an executive director of Shiu Wing Steel Limited, a leading manufacturer and retailer of reinforcing bars in Hong Kong for several decades. She also founded Foodwise Company Limited and was its director from 2004 to 2015. Ms. Pong’s extensive experience in managerial roles spans over two decades, during which she has developed a comprehensive understanding of corporate operations and governance, operational efficiency and long-term corporate sustainability.

* *For identification purpose only*

Ms. Pong has been a member of the Business Environment Council Climate Change Business Forum Advisory Group since 2014, a sponsoring body manager of the Incorporated Management Committee of Ko Lui Secondary School since 2017, a member of the Transport Tribunals' Panel since 2019, a development committee member of Hong Kong Arts Festival Society Limited since 2022, a member of the Appeal Board Panel (Town Planning) since 2023 and a member of the Tuen Mun District Fight Crime Committee since 2024.

She was also a member of the Public Affairs Forum from 2010 to 2018, a council member of the Vocational Training Council from 2011 to 2017, a member of the Appeal Board Panel under the Energy Efficiency (Labelling of Products) Ordinance (Chapter 598 of the Laws of Hong Kong) from 2015 to 2018, a member of the Council for Sustainable Development from 2017 to 2023, a member of the Support Group on Long-term Decarbonisation Strategy formed by Hong Kong Special Administrative Region Government from 2018 to 2020, and a member of the Municipal Services Appeals Board from 2018 to 2023.

Ms. Pong has entered into a letter of appointment with the Company as a non-executive Director for a term of 3 years commencing on 12 February 2025 unless terminated in accordance with the provisions under the letter of appointment. She is entitled to an annual director's remuneration of HK\$120,000. The remuneration of Ms. Pong was determined by the Board with reference to her qualification, duties and responsibilities with the Company, the remuneration policy of the Company and the prevailing market conditions. Her term of office is also subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company.

Ms. Pong is the wife of Mr. Lau Ming Yeung, Lambert, the Chairman of the Board and an executive Director, and the sister-in-law of Mr. Lau Ming Hong, Henry, the sole shareholder of Santo Global Investments Limited, one of the substantial shareholders of the Company. As at the date of this announcement, Ms. Pong is therefore deemed to be interested in the 32,000,000 ordinary shares of HK\$0.01 each in the share capital of the Company (representing 4% of the entire issued share capital thereof) held by Mr. Lau Ming Yeung, Lambert, by virtue of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, Ms. Pong (i) does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not have any relationship with any other Directors, senior management, substantial or controlling shareholders of the Company; (iii) does not hold any other position with the Company or any of its subsidiaries; and (iv) does not have other directorships held in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years.

As at the date of this announcement, save as disclosed above, there are no other matters concerning Ms. Pong that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to Rule 17.50(2) of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Following the resignation of Ms. Shiu Carmen Yin Man on 6 February 2025, the details of which are disclosed in the announcement of the Company dated 6 February 2025, the Company was unable to meet the board diversity requirement under Rule 17.104 of the GEM Listing Rules which provides that the Stock Exchange will not consider board diversity to be achieved for a single gender board. Following the appointment of Ms. Pong, the Company has recompiled with the board diversity requirement under Rule 17.104 of the GEM Listing Rules.

The Board would like to express its warm welcome to Ms. Pong on her appointment to the Board.

By order of the Board
DLC Asia Limited
Lau Ming Yeung, Lambert
Chairman

Hong Kong, 12 February 2025

As at the date of this announcement, the executive Directors are Mr. Lau Ming Yeung, Lambert, Mr. Choi Man Ho and Mr. Ng Yu Fai; the non-executive Director is Ms. Pong Sum Yee Samanta; and the independent non-executive Directors are Mr. Voon David Hian-fook, Mr. Or Kevin and Mr. Wu Ping Lam Michael David.

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.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at “www.hkexnews.hk” for at least seven days from the date of its publication and on the Company’s website at “www.derivaasia.com”.