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Lai Group Holding Company Limited

禮建德集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8455)

(1) RESIGNATION AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Lai Group Holding Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces the following resignation and appointment of independent non-executive Directors and change in the composition of the board committees of the Company with effect from 29 August 2025.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Lui Lai Chun (“**Ms. Lui**”) has resigned as an independent non-executive Director with effect from 29 August 2025 due to her other personal and business commitments. Ms. Lui has ceased to be a chairman of each of the audit committee of the Company (the “**Audit Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”), and a member of the nomination committee of the Company (the “**Nomination Committee**”) upon her resignation as an independent non-executive Director. Upon her resignation, Ms. Lui would no longer hold any position in the Group.

Ms. Lui has confirmed that she has no disagreement with the Board and that she is not aware of any matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Lui for her valuable contributions to the Company during her tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Sun Wai Ling (“**Ms. Sun**”) has been appointed as an independent non-executive Director, a chairman of each of the Audit Committee and the Remuneration Committee, and a member of the Nomination Committee with effect from 29 August 2025, in place of Ms. Lui.

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

Ms. Sun, aged 52, has over 20 years of experience in the field of accounting and finance. From July 2000 to March 2010, Ms. Sun joined Tims Fashion International Company Limited as an accountant and was promoted to accounting and administrative manager in 2007. From March 2010 to February 2012, she was a senior accountant at Win Success Hong Kong Development Limited and from March 2012 to November 2012, she was a senior accountant at Jet Bright International Holdings Limited, both of which were subsidiaries of Real Nutraceutical Group Limited (previous HKEx stock code: 2010 and was delisted on 25 January 2021). From November 2012 to May 2013, she was a senior accountant at Nonox Asia Limited. From June 2013 to March 2014, she was a finance and administration manager at Bluetech Holdings Limited. From January 2015 to June 2016, Ms. Sun rejoined Jet Bright International Holdings Limited as a senior accountant. From July 2016 to February 2018, Ms. Sun joined Tung Chun Management Services Company Limited as an assistant finance manager. From March 2018 until June 2022, she was an accounting manager at isBIM Limited, a previous subsidiary of C Cheng Holdings Limited (HKEx stock code: 1486). Since July 2022, Ms. Sun has been a finance, system and administrative manager at Plicosa International (HK) Limited.

Ms. Sun graduated from Oxford Brookes University with a Bachelor of Science degree in applied accounting in September 2012. She has also been accredited as an Hong Kong Accounting Technician in June 2002 and was admitted as a member of the Association of Chartered Certified Accountants in June 2007. Ms. Sun has also been a certified public accountant of the Hong Kong Institute of Certified Public Accountants since May 2011.

Ms. Sun has entered into a letter of appointment with the Company for an initial term of three (3) years as an independent non-executive Director commencing on 29 August 2025 unless terminated by not less than three (3) months’ prior notice in writing served by either Ms. Sun or the Company. She is entitled to a director’s fee of HK\$120,000 per annum, which was determined by the Board and recommended by the Remuneration Committee with reference to, among others, her qualifications, experience, responsibilities, potential contribution to the Company, the prevailing market conditions and the remuneration policy of the Company. Ms. Sun shall hold office until the first annual general meeting of the Company after her appointment and shall then be eligible for re-election at that meeting in accordance with the articles of association of the Company (the “**Articles**”), and is subject to the provisions on retirement by rotation and re-election of directors in accordance with the Articles.

Ms. Sun has confirmed (i) her independence as regards to each of the factors referred to in Rules 5.09(1) to (8) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”); (ii) she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the GEM Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, as at the date of this announcement, Ms. Sun (i) has no relationship with any Director, member of senior management of the Group or substantial or controlling shareholders of the Company (as defined in the GEM Listing Rules); (ii) does not have, and is not deemed to have, any interest or short positions in any shares or underlying shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold 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 immediately preceding the date of this announcement; and (iv) does not hold any other positions within the Group, nor other major appointments and professional qualifications.

Save as disclosed in this announcement, the Board is not aware of any other information in relation to the appointment of Ms. Sun that are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules or any matters that needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Ms. Sun on joining the Board.

CHANGE IN THE COMPOSITION OF THE BOARD COMMITTEES

The Board also announces that with effect from 29 August 2025:

- (1) Ms. Lui has ceased to be a chairman of each of the Audit Committee and the Remuneration Committee, and a member of the Nomination Committee; and
- (2) Ms. Sun has been appointed as a chairman of each of the Audit Committee and the Remuneration Committee, and a member of the Nomination Committee.

By order of the Board
Lai Group Holding Company Limited
Wang Guoping
Chairman and Chief Executive Officer

Hong Kong, 29 August 2025

As at the date of this announcement, the Board comprises Mr. Wang Guoping and Dr. Chan Lai Sin as executive Directors; Ms. Liu Lihui as a non-executive Director; and Dr. Chung Siu Kuen, Ms. Ma Yufei and Ms. Sun Wai Ling as independent non-executive Directors.

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 website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will be published on the Company’s website at www.dic.hk.