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SINGASIA HOLDINGS LIMITED

星亞控股有限公司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8293)

(I) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (II) CHANGE OF COMPOSITION OF BOARD COMMITTEES; AND (III) NON-COMPLIANCE WITH THE GEM LISTING RULES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of SingAsia Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Ms. Zhai Yingying (“**Ms. Zhai**”) has tendered her resignation as an independent non-executive Director with effect from 27 February 2026 as she would like to devote more time to her other personal commitments (the “**Resignation**”).

Ms. Zhai has confirmed that she has no disagreement with the Board and there are no matters in relation to the Resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

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

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board also announces that following the Resignation and with effect from 27 February 2026,

- (i) Ms. Zhai ceased to be the chairlady of the nomination committee of the Company (the “**Nomination Committee**”), a member of the audit committee of the Company and a member of the remuneration committee of the Company; and
- (ii) Mr. Xie Feng, an executive Director and the chairman of the Board, has been re-designated from a member of the Nomination Committee to the chairman of the Nomination Committee.

NON-COMPLIANCE WITH THE GEM LISTING RULES

Following the Resignation, the Company, which has a single-gender board including one executive Director and two independent non-executive Directors and its Nomination Committee does not have at least one director of a different gender, is not in compliance with: (i) Rule 5.05(1) of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), which stipulates that the board of directors of an issuer must include at least three independent non-executive directors; (ii) Rule 5.28 of the GEM Listing Rules, which stipulates that the audit committee must comprise a minimum of three members and must be chaired by an independent non-executive director; (iii) Rule 17.104 of the GEM Listing Rules, which stipulates that the Stock Exchange will not consider board diversity to be achieved for a single gender board; and (iv) Code Provision B.3.5 of the Corporate Governance Code contained in Appendix C1 of the GEM Listing Rules, which stipulates that every listed issuer must appoint at least one director of a different gender to the nomination committee.

The Company will identify suitable candidate(s) for appointment as independent non-executive Director(s) so as to fulfill the requirements under the GEM Listing Rules within three months after the date of the Resignation. Further announcement(s) will be made by the Company in relation to such appointment as and when appropriate.

By order of the Board
SingAsia Holdings Limited
Xie Feng
Executive Director

Hong Kong, 27 February 2026

As at the date of this announcement, the executive Director is Mr. Xie Feng; and the independent non-executive Directors are Mr. Chou Chiu Ho and Mr. Chai Ming Hui.

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 “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the Company’s website at www.singasia.com.sg.

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