IMS Group Holdings Limited
英馬斯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8136)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

The board of directors (the "**Directors**" or "**Board**") of IMS Group Holdings Limited (the "**Company**" together with its subsidiaries, the "**Group**") announces that the following changes to the Board with effect from 1 September 2026.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Dr. Wilson Lee ("**Dr. Lee**") has tendered his resignation as an independent non-executive Director with effect from 1 September 2026 due to his decision to devote more time to his personal commitments. Dr. Lee served on the Board for more than eight years. With his tenure approaching the nine-year cap under the Rules Governing the Listing of Securities on GEM (the "**GEM Listing Rules**") of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), his decision to step down enables the Board to comply with the requirements of the Stock Exchange in relation to the long-serving independent non-executive director in an orderly manner with a phased approach. Following his resignation, Dr. Lee has also ceased to be the chairman of the Remuneration Committee, and as a member of each of the Nomination Committee and Audit Committee of the Board with effect from 1 September 2026.

Dr. Lee confirmed that he has no claim against the Company for loss of office as an independent non-executive Director whether by way of compensation, remuneration, benefits or otherwise. He also confirmed that he has no disagreement with the Board and there are no other matters in relation to the change of independent non-executive Directors that need to be brought to the attention of the shareholders of the Company (the "**Shareholder**") and the Stock Exchange.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that Mr. Lo King Shun ("**Mr. Lo**") has been appointed as an independent non-executive Director and the chairman of the Remuneration Committee, and as a member of each of Nomination Committee and Audit Committee of the Board with effect from 1 September 2026.

Mr. Lo, aged 64, had over 16 years of experience in project management. He joined the Group in February 2004 and served as the senior manager of engineering and quality assurance of the Group, where he was primarily responsible for engineering and quality assurance of lighting and audio visual products for the Group's projects. In May 2011, Mr. Lo was promoted to senior manager of the technical department of MIS Technology Projects Limited, responsible for overseeing the quality control of products and services provided by the Group. In February 2015, Mr. Lo was further employed as the senior manager of Bluelite Illumination Limited. Mr. Lo served as an Executive Director of the Company from 29 January 2020 to 19 July 2024.

As at the date of this announcement, Mr. Lo does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) of the Company.

Save as disclosed herein, as at the date of this announcement, Mr. Lo confirms that he (i) does not hold any position in the Company or any of its subsidiaries nor have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined under the GEM Listing Rules) of the Company; (ii) does not hold any other directorship in the last three years in other public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (iii) does not have any other major appointments and professional qualifications.

Pursuant to the appointment letter between the Company and Mr. Lo, his appointment as an independent non-executive Director shall be for an initial term of three (3) years commencing from 1 September 2026. To fill the casual vacancy of the Board, Mr. Lo shall hold office until the first general meeting after his appointment and shall then be subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company and the GEM Listing Rules. Mr. Lo is entitled to an annual Director's fee of HK$180,000 which was recommended by the Remuneration Committee and determined by the Board with reference to his experience, duties and responsibilities undertaken by him and the prevailing market conditions.

Mr. Lo confirmed that (a) his independence as regards each of the factors referred to in Rule 5.09(1) to (8) of the GEM Listing Rules; (b) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as such term is defined in the GEM Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, the Board is not aware of any other information that is required to be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules or any other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Lo.

The Board would like to take this opportunity to welcome Mr. Lo for joining the Board and express its sincere gratitude to Dr. Lee for his valuable contributions to the Company during his tenure of service.

By order of the Board
IMS Group Holdings Limited
Tam Yat Ming Andrew
Chairman and Executive Director

Hong Kong, 1 September 2026

As at the date of this announcement, the Board comprises Mr. Tam Yat Ming Andrew (Chairman and Chief Executive Officer) and Ms. Fok Yee Man as Executive Directors and Mr. Li Chun Hung, Mr. Ha Yiu Wing and Mr. Lo King Shun 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 "Latest Listed Company Information" page on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the day of its publication. This announcement will also be published on the Company's website at www.ims512.com.