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**Niche-Tech Semiconductor Materials Limited**

**駿碼半導體材料有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8490)**

# (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND (3) CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

This announcement is made by Niche-Tech Semiconductor Materials Limited (the "**Company**", together with its subsidiaries, the "**Group**") 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**").

## (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the "**Board**") of directors (the "**Directors**") of the Company hereby announces that, with effect from 18 November 2026:

(i) Professor Ng Wang Wai Charles ("**Professor Ng**") has resigned as an independent non-executive Director due to his other personal commitments and has ceased to act as the chairman of the remuneration committee of the Company (the "**Remuneration Committee**"), a member of each of the audit committee of the Company (the "**Audit Committee**") and the nomination committee of the Company (the "**Nomination Committee**");

(ii) Mr. Tai Chun Kit ("**Mr. Tai**") has resigned as an independent non-executive Director due to his other personal commitments and has ceased to act as a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee; and

(iii) Mr. Poon Lai Yin Michael ("**Mr. Poon**") has resigned as an independent non-executive Director due to his other personal commitments and has ceased to act as the chairman of the Audit Committee, a member of each of the Nomination Committee and the Remuneration Committee.

Each of Professor Ng and Mr. Tai has confirmed that, save for the outstanding directors' fee payable to him pursuant to his service agreement, which the Company and each of Professor Ng and Mr. Tai have agreed to settle in accordance with an agreed payment schedule, that (i) he has no disagreement with the Board; and (ii) there are no other matters relating to his resignation that need to be brought to the attention of the Stock Exchange and the shareholders of the Company (the "**Shareholders**").

Mr. Poon has confirmed that (i) he has no claim against the Company and no disagreement with the Board; and (ii) there are no other matters relating to his resignation that need to be brought to the attention of the Stock Exchange and the Shareholders.

The Board would like to express its gratitude to Professor Ng, Mr. Tai and Mr. Poon for their valuable contributions to the Group during their respective tenures of service.

## (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board hereby further announces that Ms. Lam Choi Yuk ("**Ms. Lam**"), Mr. Lam Yiu Cho ("**Mr. Lam**") and Mr. Ma Kin Ling ("**Mr. Ma**", together with Ms. Lam and Mr. Lam, the "**New INEDs**") have been appointed as independent non-executive Directors with effect from 18 November 2026.

The biographical details of Ms. Lam, Mr. Lam and Mr. Ma are set out below:

### (i) Biographical details of Ms. Lam

Ms. Lam, aged 39, graduated from The Hong Kong Polytechnic University with a Bachelor of Business Administration (Honours) in Accounting and Finance (First Class Honours) in October 2009. She further obtained a Juris Doctor degree and a Postgraduate Certificate in Laws (PCLL) from The Chinese University of Hong Kong in November 2014 and July 2015, respectively. Ms. Lam was admitted as a member of the Hong Kong Institute of Certified Public Accountants in March 2017. She was admitted as a solicitor in Hong Kong in October 2017, an attorney and counsellor -at-law in the State of New York, the United States of America, in May 2019, and a Greater Bay Area Lawyer (Practising) of the People's Republic of China in September 2026.

Ms. Lam has over 13 years of experience across tax advisory and commercial litigation. From 2009 to 2010, she worked at Ernst & Young as a staff accountant in the tax department. She subsequently worked at The Hongkong & Shanghai Banking Corporation Limited as a fund accountant from December 2010 to July 2012. She thereafter worked at numerous law firms, including a trainee solicitor at Ford, Kwan & Co. from June 2015 to August 2016; a trainee solicitor and subsequently an associate at Henry Wai & Co. from August 2016 to February 2018; an associate at Ribeiro Hui from September 2018 to August 2019; and an associate at Wellington Legal from August 2019 to November 2021, where she gained experience in commercial litigation and employment. She is currently senior associate at Oldham, Li & Nie, where she is principally responsible for tax advisory and litigation matters.

(ii) **Biographical details of Mr. Lam**

Mr. Lam, aged 44, graduated from The Hong Kong University of Science and Technology with a degree of Bachelor of Business Administration (Honours) in Accounting in November 2004. He was admitted as a Certified Public Accountant and a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants in February 2008 and January 2018, respectively. From September 2004 to January 2006, Mr. Lam worked at Ernst & Young as a staff accountant in the assurance and advisory business services department. From January 2006 to August 2008, Mr. Lam worked at Deloitte Touche Tohmatsu with his last position being senior in the audit department. From August 2008 to February 2016, Mr. Lam worked at First Pacific Company Limited (stock code: 142), a company listed on the Main Board of the Stock Exchange, with his last position being corporate development manager in the corporate development department, responsible for, among others, overseeing mergers and acquisitions projects and participating in financial and operational due diligence exercises of the company.

Since March 2016, Mr. Lam has been working for AE Majoris Advisory Company Limited as executive director, a company principally engaged in the provision of corporate advisory services. He currently serves as the company secretary of Sun Hing Printing Holdings Limited (stock code: 1975) and Times Universal Group Holdings Limited (stock code: 2310), both of which are listed on the Main Board of the Stock Exchange.

Furthermore, Mr. Lam was previously the company secretary of ZXZN Qi-House Holdings Limited (stock code: 8395), a company listed on the GEM Board of the Stock Exchange from 1 January 2024 to 1 April 2026, and the non-executive director of Capital Estate Limited (stock code: 193), a company listed on the Main Board of the Stock Exchange, from February 2022 to December 2023.

Mr. Lam holds 25,000 shares of the Company directly as beneficial owner, which amounts to approximately 0.0035% of the total issued shares of the Company. Except for these shareholdings, Mr. Lam does not, and is not deemed to have any interests in any other shares, underlying shares or 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) **Biographical details of Mr. Ma**

Mr. Ma, aged 44, graduated from the City University of Hong Kong with a Bachelor of Business Administration (Honours) in Accounting and Law in May 2007. He is a Member of the Hong Kong Institute of Certified Public Accountants. Mr. Ma has held various positions in several companies listed on the Main Board of the Stock Exchange. Mr. Ma has 19 years of experience in accounting, financial management, corporate finance and company secretarial matters. Since graduation to April 2016, he worked in international accounting firms with his last position being assistant manager in the audit department. He currently serves as the chief financial officer and company secretary of Ciprun Technology Holdings Company Limited (stock code: 1020), an executive director of China Evergrande New Energy Vehicle Group Limited (stock code: 708), and an independent non-executive director of Suncorp Technologies Limited (stock code: 1063) and Wenye Group Holdings Limited (stock code: 1802), all of which are listed on the Main Board of the Stock Exchange.

Mr. Ma was an independent non-executive director of Wisdom Wealth Resources Investment Holding Group Limited from 10 May 2019 to 11 July 2024, the shares of which were previously listed on the Main Board of the Stock Exchange (stock code: 7) and the listing of its shares was cancelled on 9 September 2026. Furthermore, Mr. Ma was an independent non-executive director of Elife Holdings Limited (stock code: 223) from 24 December 2024 to 11 March 2025, a company listed on the Main Board of the Stock Exchange, and an executive director of World Super Holdings Limited (stock code: 8612) from 12 March 2025 to 30 June 2025, a company listed on the GEM Board of the Stock Exchange.

The Company has entered into a letter of appointment with each of the New INEDs in relation to their respective appointment as an independent non-executive Director for an initial term of three years with effect from 18 November 2026. Each of the New INEDs is entitled to a Director's fee of HK$120,000 per annum, which was determined with reference to their duties and experience and the prevailing market conditions. Save for the Director's fees, each of the New INEDs is not expected to receive any other remuneration for holding their office as an independent non-executive Director. The New INEDs will hold office until the next general meeting of the Company after their appointments and are subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company.

Save as disclosed above, each of the New INEDs had confirmed (i) their independence as regards to each of the factors as set out in Rule 5.09(1) to (8) of the GEM Listing Rules, (ii) that they had no past or present financial or other interest in the business of the Company or its subsidiaries nor any connection with any core connected person (as defined in the GEM Listing Rules) of the Company as at the date of this announcement, (iii) that there was no other factor that may affect their independence at the time of their appointment, and (iv) has provided written confirmation of independence to the Company. Each of the New INEDs will inform the Company and the Stock Exchange as soon as practicable if there is any subsequent change of circumstances which may affect their independence.

Save as disclosed above, each of the New INEDs further confirms that as at the date of this announcement, they (i) did not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other positions with any member of the Group; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (v) does not, and is not deemed to have any interests in any shares, underlying shares or 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); and (vi) is unaware of any additional information that is required to be disclosed pursuant to the requirements under Rule 17.50(2)(h) to (v) of the Listing Rules or any other matter that needs to be brought to the attention of the Shareholders and the Stock Exchange.

## (3) CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following the resignations of Professor Ng, Mr. Tai and Mr. Poon and the appointments of the New INEDs, the Board further announces that, with effect from 18 November 2026, the composition of the committees of the Board will be changed as follows:

(i) Ms. Lam will be appointed as a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee;

(ii) Mr. Lam will be appointed as the chairman of the Remuneration Committee and a member of each of the Audit Committee and the Nomination Committee;

(iii) Mr. Ma will be appointed as the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee; and

(iv) Professor Chow Chun Kay Stephen will be appointed as a member of the Remuneration Committee.

The Board would like to express its warm welcome to Ms. Lam, Mr. Lam and Mr. Ma in joining the Board.

By Order of the Board
**Niche-Tech Semiconductor Materials Limited**
*Chow Bok Hin Felix*
*Executive Chairman and Executive Director*

Hong Kong, 19 November 2026

*As at the date of this announcement, the executive Directors are Dr. Chow Bok Hin Felix and Professor Chow Chun Kay Stephen, the non-executive Director is Mrs. Chow Fung Wai Lan Rita, and the independent non-executive Directors are Ms. Lam Choi Yuk, Mr. Lam Yiu Cho and Mr. Ma Kin Ling.*

*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 of Hong Kong's website at www.hkexnews.hk on the "Latest Listed Company Information" page for a minimum period of seven days from the date of its publication. This announcement will also be published on the Company's website at www.nichetech.com.hk.*