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SKY LIGHT HOLDINGS LIMITED

天彩控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3882)

RESIGNATION OF DIRECTOR CHANGE OF COMPOSITION OF BOARD COMMITTEES AND NON-COMPLIANCE WITH THE LISTING RULES

RESIGNATION OF DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of **Sky Light Holdings Limited** (the “**Company**”) announces that Mr. Chan Tsu Ming Louis (“**Mr. Chan**”) has tendered his resignation from the position of an independent non-executive Director with effect from 1 October 2022, and will cease to be a member of each of the audit committee (the “**Audit Committee**”), the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company with effect from 1 October 2022, due to his decision to devote more time to his family and personal affairs.

Mr. Chan has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board expresses its sincere gratitude to Mr. Chan for his valuable contributions to the Company during his tenure of office.

NON-COMPLIANCE WITH THE LISTING RULES

Following the resignation of Mr. Chan, the composition of the Board comprises two executive Directors, one non-executive Director and two independent non-executive Directors. Accordingly, the Company will fail to meet the requirements of having:

- (a) at least three independent non-executive directors on the Board under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”);

- (b) the Audit Committee comprising only non-executive directors with a minimum of three members and the majority of which members must be independent non-executive directors under Rule 3.21 of the Listing Rules;
- (c) the Remuneration Committee comprising a majority of independent non-executive directors under Rule 3.25 of the Listing Rules; and
- (d) the Nomination Committee comprising a majority of independent non-executive directors under Rule 3.27A of the Listing Rules.

The Board is in the process of identifying a suitable candidate to fill the vacancies of an independent non-executive Director and of a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee and will use its best endeavours to ensure that a suitable candidate is appointed as soon as practicable and, in any event, within three-months from the effective date of resignation of Mr. Chan as required under Rules 3.11, 3.23 and 3.27 of the Listing Rules. The Company will make further announcement(s) as and when appropriate.

By Order of the Board
Sky Light Holdings Limited
Tang Wing Fong Terry
Chairman

Hong Kong, 30 September 2022

As at the date of this announcement, the executive Directors are Mr. Tang Wing Fong Terry and Mr. Lu Yongbin; the non-executive Director is Ms. Tang Kam Sau; and the independent non-executive Directors are Mr. Chan Tsu Ming Louis, Dr. Cheung Wah Keung and Mr. Tse Yat Hong.