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Tomson Group

TOMSON GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 258)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF THE COMMITTEES OF THE BOARD OF DIRECTORS

The board of directors (the “**Board**”) of Tomson Group Limited (the “**Company**”) hereby announces that Mr Ng Chi Him has been appointed to act as an independent non-executive director of the Company and a member of each of the audit committee, the nomination committee and the remuneration committee of the Board of the Company with effect from 1st January, 2023.

Mr Ng Chi Him (“**Mr Ng**”), aged 62, holds a Bachelor of Laws degree and is a member of The Law Society of Hong Kong. He was admitted as a solicitor in Hong Kong in 1993. He practised as a partner of Edward Lau, Wong & Lou during the period from February 2018 to September 2019 and has been a practising partner of Patrick Chu, Conti Wong Lawyers LLP since 31st August, 2019.

Mr Ng had been an independent non-executive director of Rivera (Holdings) Limited (“**RHL**”) during the period from July 2019 to August 2021. RHL had been a listed company on the Main Board of The Stock Exchange of Hong Kong Limited, and withdrew the listing of its shares in August 2021. RHL had been a substantial shareholder of the Company until July 2022, and it no longer holds any interests in shares of the Company thereafter.

Save as disclosed above, Mr Ng does not hold any position with the Company or other members of its group, nor did he hold any directorship in public companies the securities of which were listed on any securities market in Hong Kong or overseas over the last three years, nor does he have any relationship with any directors, senior management or substantial or controlling shareholders of the Company. In addition, he does not have any interests in shares of the Company within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Mr Ng is not appointed for any specific term of office. However, in accordance with the Articles of Association of the Company, he shall retire and will be eligible for re-election at the next annual general meeting of the Company and if so re-elected, he shall be subject to retirement by rotation and re-election at least once every three years at annual general meetings of the Company.

The Company would enter into a letter of appointment with Mr Ng and he is entitled to an annual director's fee of HK\$180,600 which was determined by the Board of the Company under the authorization of the shareholders of the Company and on recommendation of the remuneration committee of the Board of the Company with reference to his responsibilities and prevailing market conditions.

Save as disclosed above, the Board of the Company is not aware of any other information relating to Mr Ng required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited or any other matters that need to be brought to the attention of the shareholders of the Company.

The Company would like to welcome Mr Ng to join the Board of the Company.

For and on behalf of the Board
TOMSON GROUP LIMITED
Hsu Feng
Chairman and Managing Director

Hong Kong, 30th December, 2022

As at the date of this announcement, the Board of the Company comprises three executive directors, Madam Hsu Feng (Chairman and Managing Director), Mr Albert Tong (Vice-Chairman) and Mr Tong Chi Kar Charles (Vice-Chairman), and three independent non-executive directors, Mr Cheung Siu Ping, Oscar, Mr Lee Chan Fai and Mr Sean S J Wang.