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NOVA Group Holdings Limited

諾發集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1360)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The board (the “**Board**”) of directors (“**Director(s)**”) of NOVA Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. To Chun Wai (“**Mr. To**”) has been appointed as an independent non-executive Director and a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from 12 May 2023.

The biographical details of Mr. To are set out as follows:

Mr. To, aged 67, is at present the chief executive officer of a Hong Kong consultancy company, and an independent non-executive director of Auto Italia Holdings Limited (stock code: 720), DeTai New Energy Group Limited (stock code: 559), Greenheart Group Limited (stock code: 94) and ISP Holdings Limited (stock code: 2340), all of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Mr. To spent most of his career with the Hong Kong Police, beginning in 1974 and rising up the ranks to Assistant Commissioner (Crime), being responsible for the overall charge of policy designs and operations of, among others, the Commercial Crime Bureau, Organized Crime & Triad Bureau, Criminal Intelligence Bureau, Financial Investigation Bureau (anti money-laundering), and Technology Crime Bureau, until his retirement in 2011.

Mr. To was awarded the Police Meritorious Service Medal by the Chief Executive of the Hong Kong Special Administrative Region, in recognition of his long and staunch service and contribution to the Hong Kong society. From 2011 to 2012, he served as a part-time tutor at the University of Hong Kong instilling the practicalities of applied public administration and government policy analysis.

Mr. To has wide administrative and management experiences in both the public and private sectors, and holds a master degree of public administration from the University of Hong Kong.

Save as disclosed above, Mr. To (i) has not held any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement; (ii) does not hold any other position with the Company or any other members of the Group; and (iii) has no other major appointments and professional qualifications. And as at the date of this announcement, Mr. To does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor does he have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. To has entered into a letter of appointment (the “**Letter of Appointment**”) with the Company for an initial term of one year commencing on 12 May 2023, renewable automatically for successive term of one year each commencing from the next day after the expiry of the then current term of his appointment, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. To is entitled to a director’s fee of HK\$240,000 per annum under the Letter of Appointment, which was determined with reference to the prevailing market conditions, his expertise and the duties and responsibilities of Mr. To on the Company’s affairs. The Letter of Appointment can be terminated by either party by giving not less than one month’s notice in writing.

Save as disclosed above, Mr. To has confirmed there is no information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and no other matter regarding his appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Mr. To for joining the Company.

By Order of the Board
NOVA Group Holdings Limited
Wong Yuk Lun Alan
Chairman and Chief Executive Officer

Hong Kong, 12 May 2023

As at the date of this announcement, the Board comprises Mr. Wong Yuk Lun Alan (Chairman and Chief Executive Officer), Mr. Deng Zhonglin and Mr. Lam Wai Hung as executive Directors; Ms. Huang Chian Sandy as non-executive Director; and Mr. Choi Hung Fai, Mr. Tsang Wing Ki, Dr. Wong Kong Tin, JP and Mr. To Chun Wai as independent non-executive Directors.