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AGILE GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3383)

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

Mr. Wong Shiu Hoi, Peter has resigned as an independent non-executive Director and also ceased to act as the member of each of the Audit Committee, the Nomination Committee, the Remuneration Committee, and the Risk Management Committee with effect from 26 June 2023.

Dr. Peng Shuolong has been appointed as an independent non-executive Director and has also been appointed to serve as a member of each of the Audit Committee, the Nomination Committee, the Remuneration Committee, and the Risk Management Committee with effect from 26 June 2023.

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of Directors of Agile Group Holdings Limited (the “**Company**”) announces that Mr. Wong Shiu Hoi, Peter (“**Mr. Wong**”) has, due to his advancing age and desire to ease workload so as to spare more time for his personal commitments, tendered his resignation as an independent non-executive Director, with effect from 26 June 2023. Mr. Wong has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Wong for his contribution to the Company during his tenure of office.

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Dr. Peng Shuolong (“**Dr. Peng**”) has been appointed as an independent non-executive Director with effect from 26 June 2023. The biographical details of Dr. Peng are set out below.

Dr. Peng, aged 60, received a Master's degree in Education from Beijing Institute of Physical Education in June 1991, and a doctorate degree in Management from South China University of Technology in January 2007. In addition, Dr. Peng obtained the qualification certificate for independent director of listed companies issued by The Shenzhen Stock Exchange in July 2018.

Dr. Peng has more than 23 years of management experience. From December 2004 to July 2017, he served as a standing member of the Party Committee and vice president of South China University of Technology. From February 2014 to February 2016, he served as the deputy mayor of Liupanshui City, Guizhou Province. From December 2013 to December 2015, he served as a standing member of the Municipal Committee of Liupanshui City, Guizhou Province. From August 1999 to February 2004, he served as the general manager of the Services Group of South China University of Technology.

Dr. Peng is also an independent director of each of Guangzhou Zhiguang Electric Co., Ltd. (stock code: 002169) and Guangzhou Shangpin Home Furnishing Co., Ltd. (stock code: 300616) respectively, which companies are listed on The Shenzhen Stock Exchange.

Save as disclosed above, Dr. Peng has not held any other directorship in any listed public companies in the last three years or any other position with the Company. As far as the Board is aware, Dr. Peng does not have any relationship with any director, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)) of the Company. As at the date of this announcement, Dr. Peng does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Pursuant to a letter of appointment entered into between Dr. Peng and the Company for a fixed term of three years, Dr. Peng is entitled to a director's fee of HK\$519,000 per annum which was determined by the Board based on the recommendation of the remuneration committee of the Board (the “**Remuneration Committee**”) with reference to his experience, duties, responsibilities and the prevailing market conditions. Dr. Peng will hold office until the next annual general meeting of the Company but eligible for re-election pursuant to the Company's articles of association. Dr. Peng has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, Dr. Peng and the Company are not aware of any other matters that need to be brought to the attention of the shareholders of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules in connection with the appointment of Dr. Peng.

The Board would like to take this opportunity to welcome Dr. Peng for joining the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following his resignation, Mr. Wong has also ceased to act as a member of each of the audit committee (the “**Audit Committee**”), the nomination committee (the “**Nomination Committee**”), the Remuneration Committee, and the risk management committee (the “**Risk Management Committee**”) of the Board with effect from 26 June 2023.

The Board further announces that Dr. Peng has also been appointed to serve as a member of each of the Audit Committee, the Nomination Committee, the Remuneration Committee, and the Risk Management Committee with effect from 26 June 2023.

By Order of the Board
Agile Group Holdings Limited
NG Wai Hung
Company Secretary

Hong Kong, 26 June 2023

As at the date of this announcement, the Board comprises eleven members, being Mr. Chen Zhuo Lin (Chairman and President), Mr. Chan Cheuk Yin** (Vice Chairperson), Madam Luk Sin Fong, Fion** (Vice Chairperson), Mr. Chan Cheuk Hung*, Mr. Huang Fengchao*, Mr. Chan Cheuk Hei**, Mr. Chan Cheuk Nam**, Dr. Cheng Hon Kwan#, Mr. Kwong Che Keung, Gordon#, Mr. Hui Chiu Chung, Stephen# and Dr. Peng Shuolong#.*

* *Executive Directors*

** *Non-executive Directors*

Independent Non-executive Directors