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Skymission Group Holdings Limited

天任集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1429)

(1) CHANGE OF DIRECTORS;

AND

(2) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

(1) CHANGE OF DIRECTORS

(A) Appointment of Director

The Board is pleased to announce that with effect from 15 February 2024, Ms. Wu Kin Yi has been appointed as an independent non-executive Director.

(B) Resignation of Director

The Board hereby announces that with effect from 15 February 2024, Mr. Ng Lin Fung has resigned as an independent non-executive Director.

(2) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The Board hereby announces that with effect from 15 February 2024:

(A) Audit Committee

Mr. Ng Lin Fung has resigned as a member of the Audit Committee and Ms. Wu Kin Yi has been appointed as a member of the Audit Committee.

(B) Remuneration Committee

Mr. Ng Lin Fung has resigned as the chairman of the Remuneration Committee and Ms. Wu Kin Yi has been appointed as the chairman of the Remuneration Committee.

(C) Nomination Committee

Mr. Ng Lin Fung has resigned as a member of the Nomination Committee and Ms. Wu Kin Yi has been appointed as a member of the Nomination Committee.

(1) CHANGE OF DIRECTORS

(A) Appointment of Director

The board (the “**Board**”) of directors (the “**Director(s)**”) of Skymission Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that, with effect from 15 February 2024, Ms. Wu Kin Yi has been appointed as an independent non-executive Director.

Set out below are the biographical details of Ms. Wu Kin Yi:

Ms. Wu Kin Yi (“Ms. Wu”)

Ms. Wu, aged 36, is currently the sole practitioner of Dynamic Dragons & Co, a CPA firm which provides auditing and accounting services in Hong Kong. Ms. Wu also has profound experience in business operations and management in which she is the owner of an education center in Hong Kong which has been established in 2012. Ms. Wu worked at KPMG China from July 2009 to June 2013 as an auditor with her final position as an assistant audit manager.

Ms. Wu obtained her bachelor degree of Arts majoring in International Trading and Economics from Peking University in July 2009. Ms. Wu is also a Certified Public Accountant of The Hong Kong Institute of Certified Public Accountants.

Ms. Wu has entered into a letter of appointment as an independent non-executive Director with the Company for an initial term of 3 years commencing from 15 February 2024, which is terminable by either party by giving to the other one month’s prior notice in writing. Ms. Wu shall hold office only until the first annual general meeting of the Company after her appointment and shall be subject to re-election at such meeting in accordance with the articles of the Company. Ms. Wu will be entitled to a director’s remuneration of HK\$120,000 per annum, which had been approved by the Board on the recommendation of the remuneration committee of the Board (the “**Remuneration Committee**”) and determined with reference to her general duties and responsibilities and the prevailing market conditions.

As at the date of this announcement, (i) Ms. Wu does not hold any other positions within the Group, nor other major appointments and professional qualifications; (ii) Ms. Wu has no relationship with any Director, member of senior management of the Group or substantial or controlling shareholders of the Company; (iii) Ms. Wu did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years immediately preceding the date of this announcement; and (iv) Ms. Wu does not have, and is not deemed to have, any interests or short positions 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)).

Ms. Wu has confirmed that she has met the independence criteria as set out in Rule 3.13 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Save as disclosed herein, the Board is not aware of any matter in relation to the appointment of Ms. Wu that needs to be brought to the attention of the Stock Exchange or the shareholders of the Company (the “**Shareholders**”) nor any information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Pursuant to Rule 13.92 of the Listing Rules, it is required for a single gender board to appoint at least a director of a different gender on the board no later than 31 December 2024. Following the appointment of Ms. Wu, the Company has a Director of a different gender, and hence the Company has met the requirement set out in Rule 13.92 of the Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Ms. Wu on her appointment.

(B) Resignation of Director

The Board hereby announces that with effect from 15 February 2024, Mr. Ng Lin Fung (“**Mr. Ng**”) has resigned as an independent non-executive Director, a member of each of the audit committee of the Board (the “**Audit Committee**”) and the nomination committee of the Board (the “**Nomination Committee**”) and the chairman of the Remuneration Committee in order to devote more time to his own business engagement.

Mr. Ng has confirmed that he (i) has no disagreement with the Board; and (ii) there is no matter in relation to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board expresses its gratitude to Mr. Ng for his valuable contributions to the Company during his term of services.

(2) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

The Board hereby announces that with effect from 15 February 2024,

(A) Audit Committee

Mr. Ng has resigned as a member of the Audit Committee and Ms. Wu has been appointed as a member of the Audit Committee.

(B) Remuneration Committee

Mr. Ng has resigned as the chairman of the Remuneration Committee and Ms. Wu has been appointed as the chairman of the Remuneration Committee.

(C) Nomination Committee

Mr. Ng has resigned as a member of the Nomination Committee and Ms. Wu has been appointed as a member of the Nomination Committee.

By order of the Board
Skymission Group Holdings Limited
Leung Yam Cheung
Chairman and Chief Executive Officer

Hong Kong, 15 February 2024

As at the date of this announcement, the Board comprises Mr. Leung Yam Cheung, Mr. Leung Wing Chun and Mr. Leung Chau Ming as executive Directors; Mr. Yau Sheung Hang as a non-executive Director; and Mr. Tang Tsz Tsun, Mr. Tsang Ho Yin and Ms. Wu Kin Yi, as independent non-executive Directors.