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**LHGROUP**

**叙福樓集團**

**LH GROUP LIMITED**

**叙福樓集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1978)**

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF THE BOARD COMMITTEES**

### **Resignation of independent non-executive Director, cessation as chairlady of the Audit Committee and member of the Remuneration Committee**

The board (the “**Board**”) of directors (the “**Directors**”) of LH Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 30 April 2024, Ms. Hung Lo Shan Lusan (“**Ms. Hung**”) resigned as an independent non-executive Director and ceased to be the chairlady of the audit committee of the Board (the “**Audit Committee**”) and a member of the remuneration committee of the Board (the “**Remuneration Committee**”).

The resignation of Ms. Hung was due to her other personal career development. Ms. Hung confirmed that as at the date of this announcement, (i) she does not have any claim against the Company in respect of her resignation; (ii) she does not have any disagreement with the Board; and (iii) there are no other matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take the opportunity to express its gratitude to Ms. Hung for her invaluable contribution to the Company during her term of office.

## **Appointment of independent non-executive Director, chairman of the Audit Committee and member of the Remuneration Committee**

The Board is pleased to announce that, with effect from 30 April 2024, Mr. Mak Kam Chiu (麥錦釗) (“**Mr. Mak**”) was appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Remuneration Committee.

The biographical background of Mr. Mak is as follows:

Mr. Mak, aged 48, has over 20 years of experience in financial management and internal audit. He has served as finance director and/or held management positions with various multinational corporations engaging in retailing and/or food and beverage industry. Mr. Mak is currently the finance director of Skechers Hong Kong Limited. He holds a Bachelor of Business Administration in Accountancy from the City University of Hong Kong and a Degree of Master of Business Administration from the Chinese University of Hong Kong. Mr. Mak is a fellow of the Association of Chartered Certified Accountants in Hong Kong and a fellow of the Hong Kong Institute of Certified Public Accountants. Mr. Mak has been appointed as an independent non-executive director of New Media Lab Limited (stock code: 1284), the shares of which are listed on Main Board of the Stock Exchange since June 2023.

Mr. Mak has on the date of this announcement confirmed that (i) he met the independence criteria under Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) he had no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

The nomination committee of the Board (the “**Nomination Committee**”) had, with reference to the board diversity policy of the Company, considered various factors, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry experience, in determining the suitability of Mr. Mak to serve as an independent non-executive Director and recommended Mr. Mak to be appointed as an independent non-executive Director in view of his extensive experience in financial management and internal audit, which will contribute to the diversity of the Board. With the recommendation of the Nomination Committee and confirmation made by Mr. Mak, the Board considers that Mr. Mak is independent and satisfies all the independence criteria under Rule 3.13 of the Listing Rules.

Mr. Mak entered into a letter of appointment (“**Mr. Mak’s Letter of Appointment**”) with the Company for a fixed term of three years commencing on 30 April 2024 and shall be renewed automatically by three years commencing from the day after the expiry of the current term, unless terminated by either the Company or Mr. Mak giving at least one month’s written notice of termination, subject to the rotation and re-election in accordance

with the articles of association of the Company (the “**Articles**”) and the independence qualifications under the Listing Rules. Mr. Mak shall hold office until the first annual general meeting of the Company (the “**AGM**”) after his appointment and shall then be eligible for re-election by the Shareholders at the AGM pursuant to article 112 of the Articles and thereafter subject to retirement by rotation at least once every three years in accordance with article 108(a) of the Articles.

As an independent non-executive Director, chairman of the Audit Committee and member of the Remuneration Committee, Mr. Mak is entitled to an annual remuneration of HK\$240,000 payable in HK\$20,000 per month in accordance with Mr. Mak’s Letter of Appointment. Mr. Mak’s remuneration package is determined by the Board with the recommendation from the Remuneration Committee with reference to the Group’s policy on the Directors’ and senior management’s remuneration.

Save as disclosed above, Mr. Mak has not held any directorships in any listed companies in Hong Kong or overseas in the past three years. As at the date of this announcement, Mr. Mak (i) does not have any interest in any shares, underlying shares or debenture of the Company and/or its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company (as defined in the Listing Rules); and (iii) does not hold any position in the Company and its subsidiaries.

Save as disclosed herein, the Board is not aware of any other matter relating to the appointment of Mr. Mak that needs to be brought to the attention of the Shareholders and does not have any information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to express its warmest welcome to Mr. Mak in joining the Board.

By order of the Board  
**LH GROUP LIMITED**  
**Wong Kit Lung Simon Prof, BBS, JP**  
*Chairman*

Hong Kong, 30 April 2024

*As at the date of this announcement, the Board comprises Mr. Wong Kit Lung Simon Prof, BBS, JP and Ms. Ko Sau Chee Grace as executive Directors; and Mr. Sin Yat Kin SBS, CSDSM, JP, Mr. Hung Wai Man Prof, JP and Mr. Mak Kam Chiu as independent non-executive Directors.*