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美捷滙控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1389)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of Major Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that, with effect from 1 May 2024, Mr. Ngai Hoi Ying (“**Mr. Ngai**”) has resigned as an independent non-executive Director.

Mr. Ngai has confirmed that he has no disagreement with the Board and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Following the resignation of Mr. Ngai, the Board is pleased to announce Ms. Li Bo (李博小姐) (“**Ms. Li**”) has been appointed as an independent non-executive Director with effect from 1 May 2024, after taking into account her prior work experience and her expected devotion to the Company in terms of time and effort. Taking into consideration of the diversity perspectives (including but not limited to gender, age, cultural and educational background, professional experience, length of services, skills and knowledge), the Board considered that Ms. Li is capable to provide the Board with independent, balanced and objective opinion and judgement regarding the Company’s affairs. Hence, the Board is satisfied that Ms. Li is of such character, integrity and experience commensurate with the office of an independent non-executive Director.

In addition, Ms. Li confirmed that: (i) she is independent in respect of each of the factors set out in rules 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) she has no past or present financial or other interests in the business of the Company or its subsidiaries and is not connected with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors which may affect her independence at the time of her appointment. Ms. Li has not engaged in any executive management of the Company.

Ms. Li has confirmed that as at the date of this announcement, (i) she does not hold any other positions with the Company and other members of the Group; (ii) she does not have any relationships with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules); (iii) she did not hold any other directorships in any listed public companies in Hong Kong or overseas in the past three years or have any other major appointments or professional qualifications; and (iv) she does not have any interest in the shares of the Company and/or the associated corporation of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There is no other information relating to the appointment of Ms. Li that is required to be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules nor any matters that need to be brought to the attention of the Shareholders.

Therefore, the Board considers that Ms. Li is independent and her appointment as an independent non-executive Director is in the interests of the Company and the Shareholders as a whole.

The biographical details of Ms. Li as follows:

Ms. Li, aged 40, has accumulated more than 21 years of working experience in the fields of banking and finance. Ms. Li has been the director’s assistant of Zhongqin Wanxin Accounting Firm Shenzhen Office (中勤萬信會計師事務所深圳分所) (“**Zhongqin Wanxin**”) since July 2015. She is fully responsible for Zhongqin Wanxin’s operations, internal control management, and customer development and services.

Prior to joining Zhongqin Wanxin, Ms. Li was the corporate business supervisor of the corporate banking department of Shanghai Pudong Development Bank Shenzhen Branch (上海浦東發展銀行深圳分行) between May 2009 and May 2015, and the retail customer manager of the retail banking department of China Merchants Bank Shenzhen Branch (招商銀行深圳分行) from July 2003 to April 2009.

She obtained the qualification of an associate financial planner issued by Financial Planning Standards Board, a pass in the private equity funds exam (私募股權投資基金基礎知識考試) held by Asset Management Association of China (中國證券投資基金業協會), and the qualification of Enterprise Human Resources Professional (企業人力資源管理師) issued by Ministry of Human Resources and Social Security of the People’s Republic of China (中華人民共和國人力資源和社會保障部) in 2007, 2017 and 2019 respectively.

Ms. Li has entered into a letter of appointment dated 1 May 2024 with the Company for an initial term of 1 year commencing from 1 May 2024, subject to retirement by rotation and re-election at the next annual general meeting of the Company in accordance with the amended articles of association of the Company, and is entitled to a remuneration of HK\$66,000 per annum. The director fee is determined by the Remuneration Committee taking reference to that director's responsibilities, abilities and performance, the Company's operation, as well as remuneration benchmark in the industry and prevailing market conditions.

(3) CHANGES IN COMPOSITION OF THE BOARD COMMITTEES

Following the resignation of Mr. Ngai as an independent non-executive Director of the Company, a member and chairman of the nomination committee of the Board (the "**Nomination Committee**"), a member of each of the audit committee of the Board (the "**Audit Committee**") and the remuneration committee of the Board (the "**Remuneration Committee**"), and the appointment of Ms. Li as an independent non-executive Director, the composition of the Board committees will be changed with effect from 1 May 2024 as follows:

1. the Audit Committee will comprise of Mr. Siu Shing Tak, Mr. Yue Kwai Wa Ken, and Ms. Li, with Mr. Siu Shing Tak serving as the chairman of the Audit Committee;
2. the Remuneration Committee will comprise of Mr. Yue Kwai Wa Ken, Ms. Li and Mr. Siu Shing Tak, with Mr. Yue Kwai Wa Ken serving as the chairman of the Remuneration Committee; and
3. the Nomination Committee will comprise of Ms. Li, Mr. Yue Kwai Wa Ken and Mr. Siu Shing Tak, with Ms. Li serving as the chairman of the Nomination Committee.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Ngai for his valuable contribution to the Company during his tenure of office, and to welcome Ms. Li on her joining the Group.

For and on behalf of the Board
Major Holdings Limited
CHEUNG Chun To
Chairman

Hong Kong, 1 May 2024

As at the date of this announcement, the executive Director is Mr. Cheung Chun To, the independent non-executive Directors are Mr. Yue Kwai Wa Ken, Ms. Li Bo and Mr. Siu Shing Tak.

* *For identification purpose only*