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**VALUE PARTNERS GROUP LIMITED**  
**惠理集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 806)**

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

**RETIREMENT OF MR. NOBUO OYAMA**

As disclosed in the circular of Value Partners Group Limited (the “**Company**”) dated 3 April 2024 for the annual general meeting (“**AGM**”) of the Company held on 7 May 2024, Mr. Nobuo Oyama (“**Mr. Oyama**”) has retired as an independent non-executive director of the Company with effect from the AGM as he has reached the retirement age and would like to retire from his overseas commitments. With effect from the AGM, Mr. Oyama also ceased to be a member of the audit committee, nomination committee and remuneration committee of the Company.

Mr. Oyama has confirmed that there is no disagreement between him and the Board and there is no matter relating to his resignation which needs to be brought to the attention of shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Once again, the board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to express its gratitude to Mr. Oyama for his valuable contribution to the Company since the Company’s listing on the Stock Exchange in 2007.

**APPOINTMENT OF MR. TILL ROSAR**

The Board is pleased to announce that Mr. Till Rosar (“**Mr. Rosar**”) was appointed as an independent non-executive Director and a member of the audit committee, nomination committee and remuneration committee of the Company after the AGM on 7 May 2024 with immediate effect.

Mr. Rosar, aged 46, has over 20 years of experience in the financial services industry. Mr. Rosar holds a Master's Degree (Diplom) in Business Administration from the University of Saarbrücken. He also obtained the Innovation & Entrepreneurship Certificate and completed the Executive Program in Strategy & Organisation at the University of Stanford. Mr. Rosar specialised in strategy and mergers and acquisitions and held various senior executive roles in securities exchange, banks and asset managers. He was the Head of Mergers & Acquisitions at the SIX Group in Switzerland, Head of Strategy at the ASX (Australian Securities Exchange) Group, and the Head of M&A (ad interim) at the Westpac Banking Corporation. From July 2018 to September 2022, Mr. Rosar was the Managing Director and Chief Strategy Officer of the Hong Kong Exchanges and Clearing Limited (“**HKEx**”). In this role, Mr. Rosar oversaw the development of HKEx's strategy, worked alongside the Chief Executive of HKEx and other business heads and led the execution of key strategic projects; he was also appointed as a member to the board of the International Securities Services Association, and the Financial Services Advisory Committee of the Hong Kong Trade Development Council. From October 2022 to July 2023, Mr. Rosar joined the Macquarie Group as the Managing Director. Since August 2023, Mr. Rosar joined Oliver Wyman as a partner, and is leading its financial infrastructure, technology and services practice in Asia Pacific.

Mr. Rosar has entered into a letter of appointment with the Company in respect of his appointment for a term of three years starting from the date hereof, subject to early termination by either party by giving at least three months' prior notice in writing, or by the Company upon occurrence of events specified in the appointment letter. Pursuant to the Company's articles of association (“**Articles**”), Mr. Rosar is subject to re-election at the first general meeting of the Company after his appointment, and in the case that he is re-elected, then he is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the terms of the Articles. Upon the appointment of Mr. Rosar as an independent non-executive Director, he will be entitled to receive a fee of HK\$372,600 per annum, accrued on a day to day basis and payable in one lump sum in arrears. He is also eligible to participate in the share option scheme of the Company.

The emoluments of Mr. Rosar have been approved, and are subject to annual review, by the Remuneration Committee, with reference to prevailing market conditions and to his duties and responsibilities at the Company. Save as disclosed above, as at the date of this announcement, Mr. Rosar (i) does not hold any position with the Company or its subsidiaries; (ii) has not held any directorships in other listed public companies in the past three years; (iii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; and (iv) does not have any interest in the shares or underlying shares in the Company within the meaning of Part XV of the SFO. There is no other matter in relation to the appointment of Mr. Rosar that needs to be brought to the attention of shareholders of the Company and there is no other information relating to Mr. Rosar which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules. The Company confirms that Mr. Rosar has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Mr. Rosar for joining the Board.

By order of the Board of  
**Value Partners Group Limited**  
**CHEUNG Kwong Chi, Aaron**  
*Company Secretary*

Hong Kong, 7 May 2024

*As of the date of this Announcement, our Directors are Dato' Seri Cheah Cheng Hye, Mr. So Chun Ki Louis, Ms. Hung Yeuk Yan Renee and Mr. Ho Man Kei, Norman as Executive Directors and Dr. Chen Shih-Ta Michael, Mr. Wong Poh Weng and Mr. Till Rosar as Independent Non-executive Directors.*