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偉俊集團控股有限公司*

Wai Chun Group Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock code: 1013)

RESIGNATION OF (i) INDEPENDENT NON-EXECUTIVE DIRECTOR, (ii) COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board of directors (the “**Board**”) of Wai Chun Group Holdings Limited (the “**Company**”) announces that, with effect from 21 May 2024, (i) Mr. Kwok Kim Hung Eddie (“**Mr. Kwok**”) resigned as an independent non-executive Director (“**INED**”) and (ii) Mr. Lam Kai Kei (“**Mr. Lam**”) resigned as the Company Secretary and Authorised Representative of the Company and its publication.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Kwok has tendered his resignation as an independent non-executive director, and will cease to act as the chairman of the Company’s audit committee (the “**Audit Committee**”), a member of the Company’s remuneration committee (the “**Remuneration Committee**”) and a member of the Company’s nomination committee (the “**Nomination Committee**”) as he wished to devote more time to his personal commitments. Mr. Kwok has confirmed that he has no disagreement with the Board and is not aware of any matters in connection with his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the Shareholders.

NON-COMPLIANCE WITH REQUIREMENTS UNDER RULES 3.10(1), 3.10(2) AND 3.21 OF THE LISTING RULES

Pursuant to Rules 3.10(1) and 3.10(2) of the Listing Rules, every board of directors of a listed issuer must include at least three independent non-executive directors and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. Upon the resignation of Mr. Kwok, no member of the Board possesses appropriate professional qualifications or accounting or related financial management expertise, and the number of INEDs is still less than three which is below the minimum requirement prescribed under Rules 3.10(1) of the Listing Rules.

Pursuant to Rule 3.21 of the Listing Rules, every listed issuer must establish an audit committee comprising non-executive directors only and the audit committee must comprise a minimum of three members and at least one of whom must be an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules. Upon the resignation of Mr. Kwok, the number of members of the audit committee of the Company is still less than three which is below the minimum requirement prescribed under Rule 3.21 of the Listing Rules and no member of the audit committee of the Company possesses appropriate professional qualifications or accounting or related financial management expertise.

To comply with Rules 3.10(1), 3.10(2) and 3.21 of the Listing Rules, the Company is in the process of identifying suitable candidate(s) to fill the vacancy and will continue to use its best endeavours to ensure that suitable candidate(s) is/are appointed as soon as practicable and in any event within three months from 21 May 2024 as required under Rule 3.11 of the Listing Rules.

RESIGNATION OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board further announces that Mr. Lam has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that should be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Company is in the process of identifying a suitable candidate to fill the vacancy of INED, Company Secretary and Authorised Representative caused by the resignation of Mr. Kwok and Mr. Lam, and will publish further announcement once such appointment is confirmed.

The Board would like to extend its appreciation to Mr. Kwok and Mr. Lam for their valuable contributions to the Company during their tenure of service.

By Order of the Board
Wai Chun Group Holdings Limited
LAM Ka Chun
Chairman and Chief Executive Officer

Hong Kong, 21 May 2024

As at the date of this announcement, the Board consists of one executive director, namely Mr. Lam Ka Chun (Chairman and Chief Executive Officer) and two independent non-executive directors, namely Dr. Wang Wei and Mr. Wan Bo.

* *for identification purpose only*