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TOMO HOLDINGS LIMITED

萬馬控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 6928)

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES AND (2) COMPLIANCE WITH THE LISTING RULES

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of TOMO Holdings Limited (the “**Company**”) is pleased to announce that Ms. Li Jiayao (“**Ms. Li**”) (李佳瑤) has been appointed as an independent non-executive Director and a member of each of the audit committee of the Board (the “**Audit Committee**”), the remuneration committee of the Board (the “**Remuneration Committee**”) and the nomination committee of the Board (the “**Nomination Committee**”) with effect from 6 June 2024.

Set out below are the biographical details of Ms. Li:

Ms. Li, aged 37, obtained a Bachelor of Business Administration from Communication University of China in January 2021. Ms. Li has over 14 years of experience in large-scale enterprise management. She worked as an assistant to the president of China New Housing Group Co., Ltd.* (中國新型房屋集團有限公司) for the period between September 2016 to March 2020 and worked as an executive vice president of China National Building Materials Huajian Group Co., Ltd* (中新房華建集團有限公司) for the period between March 2020 to May 2024.

The Company has entered into a letter of appointment with Ms. Li regarding her directorship for an initial term of three years. Her appointment is subject to retirement by rotation and re-election pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the articles of association of the Company. Pursuant to the letter of appointment, no remuneration will be payable to Ms. Li during her term of office and the remuneration will be reviewed by the Board with reference to the recommendations from the Remuneration Committee, after taking into account multiple factors, including her position and responsibilities within the Company, her qualification, experience and remuneration level of market peers.

Ms. Li has confirmed that she meets the independence guidelines as set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, as at the date of this announcement, Ms. Li (i) does not have any other interests in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance); (ii) does not hold any other position within the Company or its subsidiaries; (iii) does not have any other relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company; and (iv) did not hold any directorship in any public companies listed in Hong Kong or overseas in the past three years.

Save as disclosed above, there is no other information subject to disclosure under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there other matters relating to the appointment of Ms. Li that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its warmest welcome to Ms. Li for joining the Board.

The Board is also pleased to announce that, with effect from 6 June 2024, Mr. Cheng Wai Hei, an independent non-executive Director of the Company, has been appointed as a chairman of the Nomination Committee.

(2) COMPLIANCE WITH THE LISTING RULES

Following the appointment of Ms. Li as an independent non-executive Director and a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee, the Company has re-complied with the requirements of Rule 3.10(1), Rule 3.10A, Rule 3.21 and Rule 13.92 of the Listing Rules.

By order of the Board
TOMO Holdings Limited
Tsang Chun Ho Anthony
Executive Director

Hong Kong, 6 June 2024

As at the date of this announcement, the Board comprises Mr. Tsang Chun Ho Anthony as executive director; Mr. Choi Tan Yee as non-executive director; and Mr. Cheng Wai Hei, Mr. Lam Chi Wing and Ms. Li Jiayao as independent non-executive directors.

* For identification purpose only