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**OSL Group Limited**  
**OSL集團有限公司**

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

**(Stock Code: 863)**

**(1) CHANGE OF DIRECTORS AND**  
**(2) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

**APPOINTMENT OF CHAIRMAN AND NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of OSL Group Limited (“**the Company**”) is pleased to announce that, Mr. Lee Kam Hung Lawrence, BBS, JP (“**Mr. Lee**”) has been appointed as the Chairman of the Board and non-executive Director of the Company with effect from 27 September 2024.

The biographical details of Mr. Lee are set out as follows:

Lee Kam Hung Lawrence, 69, has been practicing with Baker McKenzie, an international law firm (the “**Firm**”), since 1979. He served as the Chairman of the Firm’s Hong Kong and PRC offices from 1996 to June 2024 and being a member of the Firm’s Capital Markets Practice Group, where he mainly focused on corporate finance, including mergers and acquisitions of public companies, corporate reorganization, securities-related practices, and assisting companies with their compliance issues and challenges. In the last 15 years, he also began focusing on substantial dispute resolution work and represented clients in several high-profile cases. Mr. Lee also served as Chairman of the Asia Pacific Regional Council and was a former Executive Committee member of the Firm. He retired on 26 September 2024 after practicing for 46 years with the Firm.

While attending to his private practice, Mr. Lee has devoted significant time to serving the community in various capacities. He is currently the Chairman of the Process Review Panel for the Securities and Futures Commission (SFC) and the Staff Appeal Committee of the Hospital Authority. He also served as a member of the SFC’s Takeovers and Mergers Panel and the Takeovers Appeal Committee (2020–2024), as well as the Hong Kong Housing Society. In addition, he is a Senior Fellow of the Hong Kong Securities and Investment Institute.

In the past, Mr. Lee served as Chairman of the Hospital Governing Committee of Pamela Youde Nethersole Eastern Hospital from April 2007 to March 2017. He was also a non-executive director of the SFC from November 2009 to November 2015. Furthermore, he was a board member of the Hospital Authority from April 2005 to March 2013 and a member of the Mainland Business Advisory Committee of the Hong Kong Trade Development Council from 2015 to 2019.

Mr. Lee graduated from the University of Hong Kong with a Bachelor's degree in Laws in 1978 and a Postgraduate Certificate in Laws in 1979. He is admitted as a solicitor in Hong Kong, New South Wales and Victoria, and as a solicitor (non-practising) in England and Wales.

Mr. Lee will enter into a director's service agreement with the Company. Mr. Lee is appointed for a term of one year, and is subject to rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. The total remuneration of Mr. Lee is HK\$2,280,000 per annum which has been approved by the Remuneration Committee and the Board (and is subject to review from time to time) and is determined by reference to her experience, duties and responsibilities within the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, Mr. Lee (i) does not hold any other position in the Company or other subsidiaries; (ii) did not hold directorship in other listed companies in Hong Kong or overseas in the last three years; (iii) does not have any relationship with any directors, supervisors, senior management or substantial or controlling Shareholders of the Company; and (iv) does not have any interest in the securities of the Company and its associated corporations within the meaning under Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders or the Stock Exchange and there is no information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules in relation to Mr. Lee's appointment.

## **RESIGNATION OF CHAIRMAN AND EXECUTIVE DIRECTOR**

The Board hereby announces that Mr. Pan Zhiyong ("**Mr. Pan**"), has tendered his resignation as the Chairman and Executive Director with effect from 27 September 2024, in order to devote more time to his personal commitments.

Mr. Pan confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that, with effect from 27 September 2024:

- (1) Mr. Pan Zhiyong has ceased to be the chairman of each of the Nomination Committee and the Risk Management Committee and a member of the Remuneration Committee;
- (2) Mr. Lee has been appointed as the chairman of each of the Nomination Committee and the Risk Management Committee and a member of the Remuneration Committee.

The Board would like to express its warm welcome to Mr. Lee for joining the Board as well as its gratitude to Mr. Pan for his valuable contribution towards the Company during his tenure of service.

By order of the Board  
**OSL Group Limited**  
**Wu Chun Pong**  
*Company Secretary*

Hong Kong, 27 September 2024

*As at the date of this announcement, the executive Directors are Ms. Jia Ruixin, Mr. Tiu Ka Chun, Gary, Ms. Xu Kang and Mr. Yang Chao, the non-executive Director is Mr. Lee Kam Hung Lawrence and the independent non-executive Directors are Mr. Chau Shing Yim, David, Mr. Xu Biao and Mr. Yang Huan.*