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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3600)

(1) RETIREMENT OF EXECUTIVE DIRECTOR
(2) CHANGE OF CHIEF EXECUTIVE OFFICER,
AUTHORISED REPRESENTATIVE AND AGENT FOR SERVICE
OF PROCESS IN HONG KONG AND
(3) CHANGE IN COMPOSITION OF BOARD COMMITTEES

RETIREMENT OF EXECUTIVE DIRECTOR, CHIEF EXECUTIVE OFFICER,
AUTHORISED REPRESENTATIVE AND AGENT FOR SERVICE OF
PROCESS IN HONG KONG AND CHANGE IN COMPOSITION OF BOARD
COMMITTEES

The board (the “**Board**”) of directors (the “**Director(s)**”) of Modern Dental Group Limited (the “**Company**”, and its subsidiaries, the “**Group**”) announces that Mr. Ngai Shing Kin (“**Mr. Ngai**”) has informed the Company that he wishes to retire and step down from his positions within the Group to pave the way for a new generation of leadership.

Mr. Ngai will retire and step down as executive Director and chief executive officer of the Group (the “**CEO**”) with effect from 1 January 2025. Mr. Ngai will also cease to be (1) a member of each of the nomination committee of the Board (the “**Nomination Committee**”) and the remuneration committee of the Board (the “**Remuneration Committee**”); (2) an authorised representative of the Company (“**Authorised Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); and (3) the agent for the service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Agent for Service of Process in Hong Kong**”) with effect from 1 January 2025.

Mr. Ngai has confirmed that he has no disagreement with the Board and there are no other matters relating to his retirement as executive Director and CEO that need 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**”).

The Company would like to express its sincere gratitude to Mr. Ngai for his invaluable contributions to the Company during his tenure of office as an executive Director and the CEO.

APPOINTMENT OF CHIEF EXECUTIVE OFFICER AND AUTHORISED REPRESENTATIVE

The Board is pleased to announce that Dr. Chan Ronald Yik Long (“**Dr. Chan**”) has been appointed as CEO and an Authorised Representative with effect from 1 January 2025.

Taking into account the Company’s Board diversity policy and nomination policy, the Company considers that the change of CEO from Mr. Ngai to Dr. Chan is consistent with the Group’s plan for the orderly succession for executive and management positions within the Group, which enables the Group to benefit from greater diversity in view of its re-juvenilised management and leadership.

Biographical details of Dr. Chan are summarized as follows:

Dr. Chan Ronald Yik Long, aged 38, is the chairman of the Board (the “**Chairman**”), an executive Director and a member of the Nomination Committee. He is also a director, the vice-chairman, and/or the general manager of certain subsidiaries of the Company. Dr. Chan joined the Group in 2014. He has been a Director since 17 October 2014 and has been designated as an executive Director since 19 June 2015 and appointed as the Chairman with effect from 31 March 2021.

Dr. Chan is responsible for the development of corporate strategic plans and implementation of policies in the Group. He is also primarily responsible for the strategic planning, operations, sales and marketing of the Southeast Asia businesses of the Group. Furthermore, Dr. Chan is the director and chief executive officer of the Group’s clear aligner business which also entails responsibilities from global strategic planning to product research and development.

Dr. Chan obtained a Bachelor of Science degree (majoring in biological science) with distinction from the University of Calgary in Canada in June 2008, a Bachelor of Dental Surgery degree from The University of Hong Kong in December 2014, a Master of Business Administration degree with distinction from Edinburgh Business

School, Heriot-Watt University in the United Kingdom in April 2015 and a Master of Science degree in Restoration Aesthetic Dentistry from The University of Manchester in July 2019. Dr. Chan received Young Industrialist Awards of Hong Kong in 2021.

Dr. Chan has been a member of The Hong Kong Dental Association as well as a registered dentist in Hong Kong, under the general register, with The Dental Council of Hong Kong since 2014. He has been appointed as an Honorary Clinical Assistant Professor in Applied Oral Sciences and Community Dental Care of the Faculty of Dentistry of the University of Hong Kong since 2022.

Dr. Chan is a director of Trier Holdings Limited, which is beneficially interested in 470,472,263 Shares (representing approximately 49.83% of the issued share capital of the Company). Dr. Chan is the son of Mr. Chan Kwun Pan (an executive Director and a substantial shareholder of the Company) and brother of Ms. Chan Yik Yu (an executive Director and the chief marketing officer of the Company), nephew of Mr. Chan Kwun Fung (an executive Director and a substantial shareholder of the Company), and cousin of Mr. Chan Chi Yuen (an executive Director).

Dr. Chan has entered into a service contract with the Company for a term of three years commencing on 15 December 2024. Dr. Chan shall be subject to retirement by rotation and re-election requirements at general meetings of the Company in accordance with the articles of association of the Company. Dr. Chan is initially entitled to remunerations of HK\$335,000 per month under his service contract (inclusive of all his positions within the Group), which was determined by the Board at the recommendation of the Remuneration Committee after taking into account his background, experience, qualifications, duties and responsibilities to be taken by him within the Group and prevailing market rates. Dr. Chan's remuneration is subject adjustment on a yearly basis at the discretion of the board at the recommendation of the Remuneration Committee. Dr. Chan is also entitled to receive discretionary performance bonus as well as share incentives as may be determined by the Board in relation to his services rendered to the Group. For the year ended 31 December 2023, Dr. Chan received emoluments in the total amount of HK\$5,005,000.

As at the date of this announcement, Dr. Chan does not have any interest in the Shares within the meaning of Part XV of the SFO. Save as disclosed above, as at the date of this announcement, Dr. Chan (i) does not hold any other position in the Company and members of the Group; (ii) did not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) does not have any relationships with any Director, senior management, substantial or controlling shareholder of the Company.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders 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 Dr. Chan's appointment as CEO.

Code provision C.2.1 of the Corporate Governance Code set out in Appendix C1 to the Listing Rules provides that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Following his appointment as CEO, Dr. Chan, in addition to his duties as the Chairman, is also responsible for the corporate strategic planning and overall business development of the Group as the CEO. The Company considers having Dr. Chan acting as both the Chairman and CEO will provide strong and consistent leadership to the Group and facilitate the efficient execution of the business strategies, which are considered to be beneficial to the Group. Since the Directors meet regularly to consider major issues affecting the operations of the Group, the Directors and the management of the Company believe that this structure will enable the Company to make and implement decisions promptly and efficiently. As a result, the Company currently does not propose to separate the functions of Chairman and CEO. The Board will continue to review and consider splitting the roles of Chairman and CEO as and when appropriate taking into account the circumstances of the Group as a whole.

APPOINTMENT OF AGENT FOR SERVICE OF PROCESS IN HONG KONG

The Board announces that Mr. Kwan Ngai Kit, the company secretary of the Company, has been appointed as the Agent for Service of Process in Hong Kong with effect from 1 January 2025.

By order of the Board
Modern Dental Group Limited
Kwan Ngai Kit
Company Secretary

Hong Kong, 31 December 2024

As at the date of this announcement, the board of directors of the Company comprises Chan Ronald Yik Long, Ngai Shing Kin, Chan Yik Yu, Chan Kwun Fung, Chan Kwun Pan and Chan Chi Yuen as executive Directors and Cheung Wai Bun Charles J.P., Chan Yue Kwong Michael, Cheung Wai Man William and Yau Ka Po as independent non-executive Directors.