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WAI HUNG GROUP HOLDINGS LIMITED

偉鴻集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 3321)

CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEE

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director**”) of WAI HUNG GROUP HOLDINGS LIMITED (the “**Company**”) announces that Ms. Bohra Shilpa Rajesh (“**Ms. Bohra**”) has tendered her resignation as an executive Director with effect from 12 March 2025 due to her decision to devote more time for her other business commitments.

Ms. Bohra has confirmed that she has no disagreement with the Board and that there are no matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude and appreciation to Ms. Bohra for her valuable contribution to the Company during her tenure of office.

APPOINTMENT OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEE

The Board further announces that with effect from 12 March 2025, (i) Ms. Chen Jianyu (“**Ms. Chen**”) has been appointed as an executive Director; (ii) Ms. Mak Wei Ting Josephine (“**Ms. Mak**”) has been appointed as an independent non-executive Director and the chairlady of nomination committee of the Company (the “**Nomination Committee**”); and (iii) Mr. Au Chi Fung, an executive Director, has been re-designated as the member of Nomination Committee.

The biographical details of Ms. Chen and Ms. Mak are set out below.

Biographical Details of Ms. Chen

Ms. Chen, aged 48, holds a diploma in Computer Science from Heyuan Yuancheng Technical School (河源源城技工學校). She has over 20 years of extensive experience in technology, business development, capital operations, and corporate strategy. She is the founder and chairperson of a high-growth technology company, where she has played a pivotal role in steering the company from its inception to a prominent position in the technology industry.

Previously, she served as the business director of an information technology company, where she spearheaded software sales, expanded market presence, and boosted revenue. During her tenure, Ms. Chen also played a pivotal role in brand promotion, public relations, and customer acquisition strategies.

Save as disclosed above, as at the date of this announcement, Ms. Chen (i) does not hold any other positions with the Company or other members of the Group; (ii) does not, nor did she in the past three years, hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any relationships with any Directors, senior management or substantial shareholders 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 interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Ms. Chen has entered into a service agreement with the Company for a term of 1 year commencing from 12 March 2025 and her appointment will continue thereafter unless and until terminated by either party giving three months’ written notice in accordance with her service agreement. As a Director, Ms. Chen is subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company’s Memorandum and Articles of Association.

Her remuneration will be HK\$240,000 per annum, and a discretionary bonus in accordance with her service agreement, which was determined by the Board based on the recommendation of the remuneration committee of the Company (the “**Remuneration Committee**”), taking into account her duties, responsibilities and prevailing market conditions. Her remuneration will be reviewed periodically by the Remuneration Committee and the Board.

Biographical Details of Ms. Mak

Ms. Mak, aged 27, holds a Bachelor of Science in Business Management from City University of London and is currently pursuing a Juris Doctor degree at the City University of Hong Kong. She is a legal professional with a strong academic background and diverse experience in regulatory compliance, financial reporting, and legal services.

Ms. Mak currently serves as an associate at a leading provider of business services, where she manages compliance reviews. Previously, she worked as a paralegal in a comprehensive law firm, where she gained significant expertise in handling initial public offerings and China attestation services.

Save as disclosed above, as at the date of this announcement, Ms. Mak (i) does not hold any other positions with the Company or other members of the Group; (ii) does not, nor did she in the past three years, hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any relationships with any Directors, senior management or substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the SFO (Chapter 571 of the Laws of Hong Kong).

Ms. Mak has entered into a letter of appointment with the Company for a term of two years commencing from 12 March 2025. She is subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company's Memorandum and Articles of Association.

The director's fee for Ms. Mak, as specified in her appointment letter, is HK\$120,000 per annum. This amount was determined by the Board based on the recommendation of the Remuneration Committee, taking into account her duties, responsibilities and prevailing market conditions. Ms. Mak's remuneration will be reviewed periodically by the Remuneration Committee and the Board.

Ms. Mak has confirmed (i) her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that she has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there is no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there are no other matters concerning Ms. Chen and Ms. Mak that needs to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend a warm welcome to Ms. Chen and Ms. Mak for joining the Board.

COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of the Company dated 4 November 2024. Following the above-mentioned appointments and resignation, the Company has re-complied with the requirements of Rule 3.10A of the Listing Rules.

On behalf of the Board
Wai Hung Group Holdings Limited
Mr. Li Chun Ho
Chairman

Hong Kong, 12 March 2025

As at the date of this announcement and immediately following the above-mentioned appointments and resignation, the Board comprises Mr. Li Kam Hung, Mr. Au Chi Fung, Mr. Yu Ming Ho, Dr. Chew Chee Wah, Mr. Yau Yik Ming Leao, Mr. Loke Sebastian Mun Foo and Ms. Chen Jianyu as executive Directors; Mr. Li Chun Ho as non-executive Director; and Mr. Koh Kwing Chang, Mr. Lai Chi Leung, Mr. Lum Pak Sum and Ms. Mak Wei Ting Josephine as independent non-executive Directors.