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TAYANG 大洋
TA YANG GROUP HOLDINGS LIMITED
大洋集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1991)

**(1) RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND
(2) NON-COMPLIANCE WITH LISTING RULES**

The board (“**Board**”) of directors (“**Directors**”) of Ta Yang Group Holdings Limited (the “**Company**”) announces the following changes:

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE
IN COMPOSITION OF BOARD COMMITTEES**

Ms. Wang Lina (“**Ms. Wang**”) has resigned as an independent non-executive Director and a member of the audit committee of the Company with effect from 17 April 2025 in order to devote more time to her personal and other business commitments.

Ms. Wang has confirmed that she has no disagreement with the Board and there is no matter regarding her resignation that needs 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 express its sincere gratitude to Ms. Wang for her valuable contribution to the Company during her tenure of office as an independent non-executive Director.

NON-COMPLIANCE WITH THE LISTING RULES

Following the resignation of Ms. Wang, the Board comprises of three executive Directors, three non-executive Directors and two independent non-executive Directors. As a result of the foregoing, the Company is not in compliance with the requirements of (i) Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) that the Board must include at least three independent non-executive Directors; and (ii) Rule 3.21 of the Listing Rules that the audit committee of the Company must comprise a minimum of three members.

The Company is in the process of identifying suitable candidate(s) to fill the vacancies of independent non-executive Director, the member of the audit committee of the Company in order to meet the aforementioned Listing Rules requirements, and will use its best endeavors to ensure a suitable candidate is appointed as soon as practicable, in any event within three months from the date hereof. Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board
Ta Yang Group Holdings Limited
Shi Qi
Chairlady

Hong Kong, 17 April 2025

As at the date of this announcement, the Board comprises three executive Directors, namely Ms. Shi Qi, Mr. Li Jiuhua and Mr. Gao Feng; three non-executive Directors, namely, Mr. Chan Tsun Hong Philip, Mr. Gu Shixiang and Mr. Han Lei; and two independent non-executive Directors, namely Mr. Chan Siu Tat and Dr. Feng Xin.