TEXWINCA HOLDINGS LIMITED
德永佳集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 321)

Websites: http://www.texwinca.com/
http://www.irasia.com/listco/hk/texwinca/

APPOINTMENT OF EXECUTIVE VICE CHAIRMAN AND APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that with effect from 1 August 2025:

(i) Mr. Poon Ho Tak, an Executive Director of the Company, will be appointed as the Executive Vice Chairman of the Company; and

(ii) Mr. Wu Chi Hang will be appointed as an Executive Director of the Company.

The board of directors (the "**Board**") of Texwinca Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") is pleased to announce that:

1. Appointment of Executive Vice Chairman

Mr. Poon Ho Tak ("**Mr. Poon**"), an Executive Director of the Company, will be appointed as the Executive Vice Chairman of the Company with effect from 1 August 2025.

Mr. Poon, aged 48, is an Executive Director and a director of certain subsidiaries of the Company. He is responsible for overseeing the overall general management of the textile and retail businesses of the Group. He joined the Group as a management trainee in 2003 after his studies at The University of New South Wales, Australia and was appointed as an Executive Director of the Company in October 2017. Save as disclosed above, he did not hold any other directorships in any other listed public companies in Hong Kong and overseas in the last three years or any position with the Group.

* *For identification purposes only*

Mr. Poon is a son of Mr. Poon Bun Chak, an Executive Director and Executive Chairman of the Company, and a brother-in-law of Mr. Wu Chi Hang, a senior management of the Group (to be appointed as Executive Director on 1 August 2025). Save as disclosed above, Mr. Poon does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr. Poon 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**").

Mr. Poon has entered into a service contract and related document(s) with the Company for a term of three years which shall continue unless and until terminated by either the employer or Mr. Poon by giving not less than 3 months' notice in writing or compensation in lieu. He is subject to retirement at each annual general meeting and is eligible for re-election in accordance with the bye-laws of the Company.

Pursuant to the abovementioned service contract and its related document(s), Mr. Poon is entitled to receive (i) a new annual remuneration of HK$3,600,000, effective 1 August 2025, as determined based on his expertise and experience in the field; (ii) a director's fee to be fixed by the Board as authorised by the shareholders at each annual general meeting of the Company; and (iii) a discretionary bonus to be decided by the Board, depending on his performance and the financial results of the Group.

Save as disclosed above, there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited, nor any other matters which needs to be brought to the attention of the shareholders of the Company in relation to Mr. Poon's appointment.

2. Appointment of Executive Director

Mr. Wu Chi Hang ("**Mr. Wu**") will be appointed as an Executive Director of the Company with effect from 1 August 2025.

Mr. Wu, aged 41, is a director of Baleno Holdings Limited and a director of various subsidiaries of the Company. He is responsible for the management of the Group's retail business in Hong Kong and the mainland China. He joined the Group as a management trainee for our textile business in 2006 and started to focus on the retail business in 2013. He has more than 15 years' working experience in the textile and retail businesses of the Group. Mr. Wu holds a Master of Science in Engineering Business Management from University of Warwick in the United Kingdom. Save as disclosed above, he did not hold any other directorships in any other listed public companies in Hong Kong and overseas in the last three years or any position with the Group.

Mr. Wu is a son-in-law of Mr. Poon Bun Chak, an Executive Director and Executive Chairman of the Company, and a brother-in-law of Mr. Poon, the Executive Director of the Company. Save as disclosed above, Mr. Wu does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr. Wu does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Mr. Wu has entered into a service contract with the Company in relation to his appointment as an Executive Director for a term of three years which shall continue unless and until terminated by either the employer or Mr. Wu by giving not less than 3 months' notice in writing or compensation in lieu. He is subject to retirement at each annual general meeting and is eligible for re-election in accordance with the bye-laws of the Company.

Pursuant to the abovementioned service contract, Mr. Wu is entitled to receive (i) an annual remuneration of HK$3,000,000, as determined based on his expertise and experience in the field; (ii) a director's fee to be fixed by the Board as authorised by the shareholders at each annual general meeting of the Company; and (iii) a discretionary bonus to be decided by the Board, depending on his performance and the financial results of the Group.

Save as disclosed above, there is no other information which needs to be disclosed under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules on The Stock Exchange of Hong Kong Limited, nor any other matters which needs to be brought to the attention of the shareholders of the Company in relation to Mr. Wu's appointment.

The Board wishes to extend its warmest welcome to Mr. Poon and Mr. Wu on their new appointments.

On behalf of the Board
Poon Bun Chak
Executive Chairman

Hong Kong, 28 July 2025

As at the date of this announcement, the executive directors of the Company are Mr. Poon Bun Chak, Mr. Ho Lai Hong, Mr. Poon Ho Tak and Mr. Ng Mo Ping; and the independent non-executive directors of the Company are Mr. Cheng Shu Wing, Mr. Law Brian Chung Nin, Ms. Lin Kit Yee Anna and Dr. Chan Yuk Mau Eddie.