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Sterling Group Holdings Limited

美臻集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1825)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHANGE IN COMPOSITION OF BOARD COMMITTEE AND RE-COMPLIANCE WITH THE LISTING RULES

The board (the “**Board**”) of directors (the “**Directors**”) of Sterling Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that, with effect from 18 September 2025, Ms. Wu Jing (“**Ms. Wu**”) has been appointed as an independent non-executive Director and a member of the audit committee of the Company. The biographical details of Ms. Wu are set out below:

Ms. Wu, aged 46, graduated from Liaoning University* (遼寧大學) in 2010. Ms. Wu has over 15 years’ experience in corporate financing and investment. Ms. Wu worked as partner of Beijing Nonghui Xinneng Yufeng Muguang Technology Company* (北京農匯新能馭風沐光科技公司) from March 2020 to March 2023. She has been the investment controller of Shenzhen Tengjin Investment Fund Management Company Limited* (深圳騰晉投資基金管理有限公司) from January 2018 to August 2019. Ms. Wu has been the general manager of Beijing Yunhua Software Company Limited* (北京雲華軟體有限公司) from 2011 to December 2017.

She served as the independent non-executive director of Grand Talents Group Holdings Limited (stock code: 8516, a company listed on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)), from May 2023 to July 2024.

In view of the upcoming annual general meeting of the Company on 29 September 2025, Ms. Wu has entered into a letter of appointment with the Company for a term from 18 September 2025 to 28 September 2025 (both dates inclusive). Ms. Wu will be entitled to an annual salary of HK\$60,000 (actual payment will be calculated based on actual days of the appointment on a pro-rata basis) which is determined by the Board on the recommendation of the Remuneration Committee and by reference to her duties and responsibilities and prevailing market conditions.

As at the date of this announcement, Ms. Wu has no interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, as at the date of this announcement, Ms. Wu (i) has not held any directorships in other publicly listed companies in the last three years; and (ii) does not have any other relationship with any Directors, senior management, substantial or controlling shareholders of the Company.

Save as disclosed above, the Board is not aware of any other matter in relation to the appointments of Ms. Wu that needs to be brought to the attention of the shareholders of the Company and does not have any information which is required to be disclosed under Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) of the Stock Exchange.

Ms. Wu has confirmed that:

1. she has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules;
2. 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 under the Listing Rules) of the Company; and
3. there are no other factors that may affect her independence at the time of her appointment.

The Board would like to take this opportunity to express its warmest welcome to Ms. Wu for joining the Board.

RE-COMPLIANCE WITH THE LISTING RULES

The Company is pleased to announce that, following the appointment of Ms. Wu, the Company has re-complied with Rules 3.10(1), 3.10A and 3.21 of the Listing Rules.

By order of the Board
Sterling Group Holdings Limited
美臻集團控股有限公司*
Wong Mei Wai Alice
*Chairperson, Executive Director
and Chief Executive Officer*

Hong Kong, 18 September 2025

As at the date of this announcement, Ms. Wong Mei Wai Alice is the executive Director and Chairperson, Mr. Siu Yik Ming and Mr. Yang Lun are the executive Directors; and Ms. Chen Jie, Ms. Gao Yuan Yuan and Ms. Wu Jing are the independent non-executive Directors.

** For identification purpose only*