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Damai Entertainment Holdings Limited

大麥娛樂控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1060)

**CHANGE OF JOINT COMPANY SECRETARY
AND
WAIVER FROM STRICT COMPLIANCE WITH
RULES 3.28 AND 8.17 OF THE LISTING RULES**

CHANGE OF JOINT COMPANY SECRETARY

The board of directors (the “Board”) of Damai Entertainment Holdings Limited (the “Company”) hereby announces that:

- (a) Ms. Zhang Ying (“Ms. Zhang”) has tendered her resignation as the joint company secretary of the Company (the “Joint Company Secretary”) with effect from September 19, 2025. Ms. Ng Wing Shan (“Ms. Ng”) will remain as the other Joint Company Secretary; and
- (b) Ms. Sun Yan (“Ms. Sun”) has been appointed as the Joint Company Secretary in place of Ms. Zhang with effect from September 19, 2025.

Ms. Zhang confirmed that she has no disagreement with the Board, and there is no matter relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the shareholders of the Company.

The biographical details of Ms. Sun and Ms. Ng are set out as follow:

Ms. Sun has over ten years of extensive experience in legal compliance and mergers and acquisitions. She joined the Company in October 2021 as an investment legal counsel, where she has been leading legal matters related to the Company's domestic and overseas investments. Prior to joining the Company, she worked as a lawyer at a well-known Chinese law firm in the People's Republic of China (the "PRC") from August 2013 to April 2016, and as a legal counsel at a well-known Chinese investment company in the PRC from April 2016 to September 2021. Ms. Sun obtained a Bachelor of Laws degree from Xiamen University in June 2013 and qualified as a practising lawyer in the PRC in December 2014. However, Ms. Sun does not possess the specified qualifications strictly required by Rule 3.28 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

Ms. Ng, the other current Joint Company Secretary since September 30, 2023, is currently a director of the corporate services department of Vistra Corporate Services (HK) Limited. Ms. Ng has over 20 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies and private companies. Ms. Ng is currently acting as the joint company secretary of a listed company on the Stock Exchange and has acted as company secretary or joint company secretary for various other Hong Kong listed companies since 2015. Ms. Ng is a fellow member of The Hong Kong Chartered Governance Institute and a fellow member of The Chartered Governance Institute in the United Kingdom, and is therefore qualified to act as the Joint Company Secretary in accordance with Rule 3.28 of the Listing Rules.

The Board would like to express its gratitude to Ms. Zhang for her valuable contribution to the Company during her tenure of service and extend a warm welcome to Ms. Sun on her new appointment.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of her academic or professional qualifications or relevant experience

Ms. Ng, being the other Joint Company Secretary, meets the requirements of Note 1 to Rule 3.28 of the Listing Rules and will continue to act as the Joint Company Secretary and will work closely with and assist Ms. Sun in discharging her functions as the company secretary of the Company for a period of three years from the date of appointment of Ms. Sun as a Joint Company Secretary (the "Waiver Period").

Although Ms. Sun currently does not possess the qualifications of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules, the Company considers that Ms. Sun is capable of discharging the functions of a Joint Company Secretary by virtue of her knowledge, qualifications and experience, particularly in view of Ms. Sun's (i) in-depth knowledge in the legal affairs, business and operations of the Company and its subsidiaries, which are primarily based and conducted in the Mainland China; (ii) familiarity and knowledge of the Listing Rules and Hong Kong legal framework; and (iii) academic and professional qualifications as mentioned above.

Therefore, the Company has applied for, and the Stock Exchange has granted a waiver (the "Waiver") to the Company from strict compliance with the requirements for the qualifications of a company secretary under Rules 3.28 and 8.17 of the Listing Rules for the Waiver Period on the following conditions that:

- (i) Ms. Sun must be assisted by Ms. Ng during the Waiver Period; and
- (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek the confirmation from the Stock Exchange that Ms. Sun, having had the benefit of Ms. Ng's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 such that a further waiver will not be necessary.

The Stock Exchange may withdraw or change it if the Company's situation changes.

By order of the Board
Damai Entertainment Holdings Limited
Fan Luyuan
Chairman & Chief Executive Officer

Hong Kong, September 19, 2025

As of the date of this announcement, the Board comprises Mr. Fan Luyuan, Mr. Li Jie and Mr. Meng Jun, being the executive directors of the Company; and Ms. Song Lixin, Mr. Tong Xiaomeng and Mr. Johnny Chen as the independent non-executive directors of the Company.