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WINFAIR INVESTMENT COMPANY LIMITED

永發置業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 287)

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

The Board of Directors (the “**Board**”) of Winfair Investment Company Limited (the “**Company**”) announces that, with effect from 31 March 2026:

- (1) Ms. Chan Suit Fei, Esther (“**Ms. Chan**”) has tendered her resignation as an independent non-executive director (“**INED**”) of the Company. At the same time, she ceased to be the chairman and a member of the Nomination Committee of the Company, and ceased to be a member of each of the Audit Committee, the Remuneration Committee, and the Corporate Governance Committee of the Company.
- (2) Mr. Yip Sing (“**Mr. Yip**”) has been appointed as an INED of the Company and a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee, and the Corporate Governance Committee of the Company.
- (3) Ms. Ng Kwok Fun (“**Ms. Ng**”), a non-executive director of the Company, has been appointed as a member of the Nomination Committee of the Company.
- (4) Dr. Ng Chi Yeung, Simon (“**Dr. Ng**”), an INED of the Company, has been appointed as chairman of the Nomination Committee of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Chan has resigned as an INED of the Company with effect from 31 March 2026 for compliance with the office tenure requirement for INEDs under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Also, as there was a high possibility that a leasing arrangement may be entered into between her personal business and connected person(s) of the Company (as defined under the Listing Rules) in the coming months, Ms. Chan considered it was an appropriate time to step down from the role as INED to avoid any actual or perceived conflict of interest.

At the same time, Ms. Chan ceased to be the chairman and a member of the Nomination Committee of the Company, and ceased to be a member of each of the Audit Committee, the Remuneration Committee, and the Corporate Governance Committee of the Company. Ms. Chan has confirmed that there is no disagreement with the Board and there is no matter relating to her resignation that need to be brought to the attention of the shareholders of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce the appointment of Mr. Yip as an INED of the Company, a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee, and the Corporate Governance Committee of the Company, with effect from 31 March 2026.

Mr. Yip, aged 38, is a Certified Public Accountant (Practicing) in Hong Kong and a director of Ashine Accounting Services Limited. He is also an associate director of Beta Global Capital Limited (formerly known as Honestum International Limited) performing corporate finance advisory work since January 2019. Prior to that, he was mainly engaged in corporate finance advisory work at CLC International Limited from December 2012 to January 2019 with his last position as a manager. He has over 15 years of experience in accounting, auditing, internal control, and financial consultancy.

Mr. Yip holds a Bachelor of Business Administration in Professional Accountancy from The Chinese University of Hong Kong. He is a practicing member of the Hong Kong Institute of Certified Public Accountants.

As at the date of this announcement, Mr. Yip does not have, and is not deemed to have, any interest in the Company's shares within the meaning of Part XV of the Securities and Future Ordinance. Mr. Yip (i) does not hold any positions in the Company or any of its subsidiaries; (ii) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (iii) does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

There is no service contract entered into between the Company and Mr. Yip, and he has no fixed term of service with the Company but will be subject to retirement by rotation and re-election in accordance with the Articles of Association of the Company. He will be entitled to receive an annual director's fee of HK\$105,000 which is in line with the other INEDs of the Company. Save as disclosed above, there are no other matters about Mr. Yip that need to be disclosed or to be brought to the attention of the shareholders of the Company pursuant to the Listing Rules 13.51(2)(h) to (v).

Mr. Yip has confirmed (i) his independence regarding each of the factors referred to in the Listing Rules 3.13(1) to (8); (ii) that he has no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his appointment as an INED.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Upon resignation and appointment, the Board is pleased to announce that Ms. Ng, a non-executive director of the Company, has been appointed as a member of the Nomination Committee of the Company and Dr. Ng, an INED of the Company, has been appointed as chairman of the Nomination Committee of the Company with effect from 31 March 2026. Apart from the change disclosed above, there is no other changes in their position within the Company.

After the aforesaid changes, the composition of the Audit Committee, the Remuneration Committee, the Nomination Committee and the Corporate Governance Committee of the Company will be as follows:

Audit Committee

Mr. Heng Peng Neng, Roy (*Chairman*)
Dr. Ng Chi Yeung, Simon
Mr. Yip Sing
Mr. So Kwok Wai, Benjamin

Nomination Committee

Dr. Ng Chi Yeung, Simon (*Chairman*)
Mr. Heng Peng Neng, Roy
Mr. Yip Sing
Mr. Ng Tai Yin, Victor
Ms. Ng Kwok Fun

Remuneration Committee

Dr. Ng Chi Yeung, Simon (*Chairman*)
Mr. Heng Peng Neng, Roy
Mr. Yip Sing
Mr. Ng Tai Wai

Corporate Governance Committee

Mr. Heng Peng Neng, Roy (*Chairman*)
Dr. Ng Chi Yeung, Simon
Mr. Yip Sing
Mr. Ng Tai Wai
Mr. So Kwok Leung
Ms. Ng Kwok Fun

The Board would like to take this opportunity to express their gratitude to Ms. Chan for her valuable dedication during her tenure of office and welcome Mr. Yip to join the Board.

By Order of the Board
NG Tai Wai
Chairman

Hong Kong, 31 March 2026

As at the date of this announcement, the executive directors of the Company are Mr. Ng Tai Wai and Mr. Ng Tai Yin Victor, the non-executive directors are Mr. So Kwok Leung, Mr. So Kwok Wai Benjamin and Ms. Ng Kwok Fun; the independent non-executive directors are Dr. Ng Chi Yeung, Simon, Mr. Heng Pei Neng, Roy and Mr. Yip Sing.