Grown Up Group Investment Holdings Limited
植華集團投資控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1842)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND COMPOSITION OF BOARD COMMITTEES AND RE-COMPLIANCE WITH BOARD DIVERSITY REQUIREMENT UNDER RULE 13.92(2) OF THE LISTING RULES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Grown Up Group Investment Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that Mr. Tsang Hing Suen ("**Mr. Tsang**") has resigned as an independent non-executive Director, chairman of the audit committee (the "**Audit Committee**"), member of the remuneration committee (the "**Remuneration Committee**") and nomination committee (the "**Nomination Committee**") of the Company with effect from 14 August 2026 due to his other business commitments.

Mr. Tsang has confirmed that he has no disagreement with the Board, and there are no matters that need to be brought to the attention of the Company's shareholders in relation to his resignation.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Tsang for his valuable contributions to the Company throughout his term of office as an independent non-executive Director.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Following the resignation of Mr. Tsang, the Board is pleased to announce that, with effect from 14 August 2026, Ms. Yip Hiu Tung ("**Ms. Yip**"), has been appointed as an independent non-executive Director, chairlady of the Audit Committee and member of the Remuneration Committee and Nomination Committee.

Ms. Yip, aged 43, has more than 17 years of experience in auditing, accounting and financial management across various industries, including financial services and trading. She has extensive experience in financial reporting and consolidation, budgeting and forecasting, treasury management, internal controls, risk management and regulatory compliance. Ms. Yip joined Kingkey Management Limited in October 2018 and currently serves as its Financial Controller (Finance and Accounting). Kingkey Management Limited is a whollyowned subsidiary of Jakota Capital (Holding) Group, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed (stock code: 1468) on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). She is responsible for preparing group financial reporting and consolidation of such listed group comprising over 40 entities and leading its budgeting and forecasting processes, including variance analysis and strategic financial planning to support business decision making.

Ms. Yip obtained a Bachelor of Science (Honours) in Business & Management (Accounting) from Brunel University (United Kingdom) in 2006 and a Master of Science in Financial Service Management from The University of Surrey (United Kingdom) in 2008. She is a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants.

Pursuant to the letter of appointment entered into between the Company and Ms. Yip, Ms. Yip is entitled to an annual remuneration of HK$120,000, which is determined by the Board based on the recommendation from the Remuneration Committee with reference to prevailing market conditions, and the duties and responsibilities of Ms. Yip. Ms. Yip has been appointed for a term of two years which will continue thereafter until being terminated by either party giving not less than seven days' written notice. The appointment of Ms. Yip is subject to the provisions of retirement by rotation and re-election of Directors in accordance with the articles of association of the Company.

As at the date of this announcement and save as disclosed above, Ms. Yip does not (i) hold any other positions in the Group nor have any relationship with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company; (ii) hold any directorships in any other listed public companies or other major appointments or qualifications during the last three years preceding the date of this announcement; or (iii) have any interest in any shares, underlying shares or debentures of the Company or its associated corporations as defined under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Yip has confirmed that (i) she has satisfied all the criteria for independence as set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) she had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there are no other matters concerning the appointment of Ms. Yip as an independent non-executive Director that need to be brought to the attention of the shareholders of the Company and there is no other information relating to the appointment of Ms. Yip that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. Yip to the Board.

RE-COMPLIANCE WITH BOARD DIVERSITY REQUIREMENT UNDER RULE 13.92(2) OF THE LISTING RULES

Reference is made to the announcement of the Company dated 31 December 2025 in relation to the resignation of Ms. Shut Yat Lai as an executive Director, which resulted in the Board becoming single-gender. Following the appointment of Ms. Yip, the Board comprises both male and female Directors, thus meeting the requirement with Rule 13.92(2) of the Listing Rules.

By order of the Board
Grown Up Group Investment Holdings Limited
Thomas Berg
Chairman and Executive Director

Hong Kong, 14 August 2026

As at the date of this announcement, the executive Directors are Mr. Thomas Berg, Mr. Jan Ankersen and Mr. Fong Ho Tat; and the independent non-executive Directors of the Company are Ms. Yip Hiu Tung, Mr. Wong Kai Hing and Mr. Chan Ting Leuk Arthur.