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)

(1) APPOINTMENT OF EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(3) CHANGE OF COMPOSITION OF BOARD'S COMMITTEES;
(4) CHANGE OF AUTHORISED REPRESENTATIVE; AND
(5) 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**") hereby announces the following changes of the Company with effect from 2 September 2026:

(1) APPOINTMENT OF EXECUTIVE DIRECTOR

Mr. Xie Jianfeng ("**Mr. Xie**") has been appointed as an executive Director and member of the nomination committee of the Company (the "**Nomination Committee**") with effect from 2 September 2026. The biographical details of Mr. Xie are set out below:

Mr. Xie, aged 40, obtained an undergraduate graduation certificate in business administration from the Guangdong University of Technology* (廣東工業大學). Mr. Xie is currently the vice president of administration of the Company and a director of certain subsidiaries of the Company. Since June 2022, Mr. Xie has served as the chairman of Dongguan Caifangbian Technology Co., Ltd.* (東莞菜方便科技有限公司). From April 2018 to June 2019, he served as the chief executive officer of Huizhou Branch of Guangdong Chebangzhu Technology Co., Ltd.* (廣東車幫主科技有限公司惠州分公司). From 2013 to 2018, he served as the chairman of Dongguan Hefu Insurance Sales Agency Co., Ltd.* (東莞市和富保險銷售代理有限公司)

Mr. Xie has entered into a service agreement with the Company for a term of one (1) year, unless terminated by at least one (1) month' notice in writing served by either party on the other. He will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Xie will be entitled to an annual salary of HK$120,000 which is determined by the Board on the recommendation of the remuneration committee of the Company and by reference to his duties and responsibilities and prevailing market conditions.

As at the date of this announcement, Mr. Xie 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, Mr. Xie (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 appointment of Mr. Xie that needs to be brought to the attention of the shareholders of the Company and 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 of Hong Kong Limited (the "**Stock Exchange**").

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

(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Cai Zhenhua ("**Ms. Cai**") has been appointed as an independent non-executive Director, chairperson of the remuneration committee of the Company (the "**Remuneration Committee**"), chairperson of the Nomination Committee and member of the audit committee of the Company (the "**Audit Committee**") with effect from 2 September 2026. The biographical details of Ms. Cai are set out below:

Ms. Cai, aged 40, obtained a bachelor of Industrial Design from Nanjing University of Aeronautics and Astronautics* (南京航空航天大學) in 2009. Ms. Cai has over 10 years of senior management experience in project management and data-driven operations. Ms. Cai has been an independent non-executive director of Hang Yick Holdings Company Limited (stock code: 1894), a company listed on the Main Board of the Stock Exchange, since May 2026. Ms. Cai has served as the Head of the Data Services Department of Nanjing Kangte Information Technology Co., Ltd.* (南京康特信息技術有限公司) since October 2019.

Ms. Cai has entered into a letter of appointment with the Company for a term of one (1) year from 2 September 2026. She will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Ms. Cai will be entitled to a monthly director fee of HK$10,000 (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. Cai 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. Cai (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 appointment of Ms. Cai 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 Listing Rules of the Stock Exchange.

Ms. Cai 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. Cai for joining the Board.

(3) CHANGE OF COMPOSITION OF BOARD'S COMMITTEES

In addition to the appointments of Mr. Xie and Ms. Cai in the Board's committees mentioned above, with effect from 2 September 2026, Ms. Wong Mei Wai Alice, the chairperson, executive Director and chief executive officer of the Company, resigned as the chairperson of the Nomination Committee.

(4) CHANGE OF AUTHORISED REPRESENTATIVE

With effect from 2 September 2026, following the appointment of Mr. Xie above, Ms. Luo Yuechan, the executive Director of the Company, ceased as an authorised representative of the Company (the "**Authorised Representative**") for the purpose of Rule 3.05 of the Listing Rules; and Mr. Xie has been appointed as an Authorised Representative to fill the vacancy of such position.

(5) RE-COMPLIANCE WITH THE LISTING RULES

Following the appointment of Mr. Xie and Ms. Cai, the Company has re-complied with the requirements under Rules 3.10(1), 3.10A, 3.21, 3.25, 3.27A and 13.92 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, 2 September 2026

As at the date of this announcement, Ms. Wong Mei Wai Alice is the executive Director and Chairperson; Ms. Luo Yuechan and Mr. Xie Jianfeng are the executive Director, and Ms. Chen Jie; Ms. Wu Jing and Ms. Cai Zhenhua are the independent non-executive Directors.

* *For identification purpose only*