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翠華集團®

TSUI WAH GROUP

Tsui Wah Holdings Limited

翠華控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1314)

ANNOUNCEMENT

RE-ELECTION OF A RETIRING INDEPENDENT NON-EXECUTIVE DIRECTOR

This announcement is made by Tsui Wah Holdings Limited (the “**Company**”).

Reference is made to the announcement of the Company dated 23 August 2024 in relation to, amongst others, the appointment of Mr. SO Chi Man (“**Mr. So**”) as an independent non-executive director of the Company (the “**Announcement**”). Unless the context otherwise requires, the capitalised terms used in this announcement shall have the same respective meanings as those defined or adopted in the Announcement.

Pursuant to article 83(3) of the articles of association of the Company (the “**Articles of Association**”), any Director appointed by the Board to fill a casual vacancy shall hold office until the first AGM after his/her appointment and be subject to re-election at such meeting. Accordingly, amongst others, Mr. So shall retire from office at the AGM which will be held on Wednesday, 13 August 2025 at 3:00 p.m. (the “**2025 AGM**”) and, being eligible, will offer himself for re-election at the 2025 AGM.

Mr. So’s Biographical Details

The biographical details of Mr. So are as follows:

Mr. SO Chi Man (蘇智文), aged 56, has been as an INED since 23 August 2024. He is also the chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee. Mr. So graduated from the Hong Kong Polytechnic (currently known as the Hong Kong Polytechnic University) with a bachelor of arts degree in accountancy in October 1992 and obtained a master of business administration degree from the Hong Kong University of Science and Technology in November 2003. Mr. So has been a member of the Hong Kong Institute of Certified Public Accountants since 1996 and became a fellow member of the Association of Chartered Certified Accountants headquartered in England in 2002.

Mr. So has more than 33 years' experience in financial and accounting matters. Mr. So is currently the chief financial officer and company secretary of Green Future Food Hydrocolloid Marine Science Company Limited, a company listed on the Main Board (Stock Code: 1084). Previously, Mr. So worked at the Hong Kong office of PricewaterhouseCoopers in the audit and business advisory service department from 1992 to 2000 and his last position was manager of such department. From 2000 to 2004, Mr. So served as the financial controller of Hong Kong Economic Times Holdings Limited, a company listed on the Main Board (Stock Code: 0423). From 2004 to 2011, Mr. So was the senior vice president of BOE Optoelectronics Company Limited, a state-owned enterprise specialising in manufacturing of electronic display products in the People's Republic of China. From 2011 to 2017, Mr. So was an executive director, the chief financial officer and the company secretary of Asiaray Media Group Limited, a company listed on the Main Board (Stock Code: 1993).

Mr. So has entered into a letter of appointment for a term of three years commencing on 23 August 2024, which may be terminated by not less than three months' notice served by either party on the other. Mr. So is subject to retirement from office and re-election at the 2025 AGM in accordance with the Articles of Association. He received a total remuneration of HK\$146,000 for the year ended 31 March 2025 (the "**Year**"). Mr. So is entitled to a monthly director's fee of HK\$20,000, which was determined by the Board by reference to, amongst others, his qualifications and experience, the duties and responsibilities undertaken by him as an INED and the prevailing market conditions.

Save as the information set out above and as at 4 August 2025, Mr. So does not:

- i. hold any other directorships in any listed public company in the past three years;
- ii. hold other positions in the Company or any of its subsidiaries;
- iii. have any interests or deemed interests in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong; and
- iv. have any relationship with any existing Directors, senior management of the Company, substantial Shareholders or controlling Shareholders.

Further, save as disclosed above, there is no other information relating to the re-election of Mr. So that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there other matter concerning him that needs to be brought to the attention of the Shareholders pursuant to Rule 13.51(2)(w) of the Listing Rules. In addition, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

Recommendation of the Nomination Committee

The Nomination Committee has assessed and reviewed the annual written confirmation of independence based on the independence criteria as set out in Rule 3.13 of the Listing Rules received from each of the INEDs as at 27 June 2025 and confirmed that all the INEDs, including Mr. So, remain independent.

The Nomination Committee considers that based on Mr. So's perspective, skill and experience, he can bring further contribution to the Board and its diversity. In addition, the Nomination Committee had, among other matters, evaluated the performance of Mr. So for the Year and found his performance satisfactory. Therefore, with the recommendation of the Nomination Committee, the Board has also proposed that Mr. So stand for re-election as an INED at the 2025 AGM. As a good corporate governance practice, Mr. So abstained from voting at the relevant Board meeting on the proposition of his recommendation for re-election by the Shareholders at the 2025 AGM.

Recommendation of the Board

The Board considers that the resolution regarding the re-election of Mr. So as an INED to be proposed at the 2025 AGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the above resolution to be proposed at the 2025 AGM as set out in the Supplemental Notice of Annual General Meeting of the Company dated 4 August 2025.

For and on behalf of
Tsui Wah Holdings Limited
Lee Yuen Hong
Chairman and Executive Director

Hong Kong, 4 August 2025

As at the date of this announcement, the Board comprises the following nine members:

- (a) Mr. Lee Yuen Hong (Chairman), Mr. Lee Kun Lun Kenji (Group Chief Executive Officer) and Ms. Lee Yi Fang as executive Directors;*
- (b) Mr. Cheng Chung Fan and Mr. Wong Chi Kin as non-executive Directors; and*
- (c) Mr. Tang Man Tsz, Mr. Yim Kwok Man, Mr. So Chi Man and Ms. Liebl Kayu Nora as INEDs.*