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Kingland Group Holdings Limited

景聯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1751)

(1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS; (2) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND (3) COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Kingland Group Holdings Limited (the “**Company**”, together with the subsidiaries, the “**Group**”) announces that with effect from 2 December 2024:

1. Mr. Chow Chun To (“**Mr. Chow**”) resigned as an independent non-executive Director as he wishes to focus on his commitment to other business; and
2. Ms. Zhang Zhang (“**Ms. Zhang**”) has been appointed as an independent non-executive Director.

Mr. Chow confirmed that he has no disagreement with the Board or the Company and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The biographical details of the above-mentioned newly-appointed independent non-executive Director, Ms. Zhang Zhang, are set out below:

Ms. Zhang Zhang (張章), aged 37, is experienced in media and entertainment industry. Since August 2024, Ms. Zhang has been the chief marketing officer of Grande Capital Limited, a licensed corporation under the Securities and Futures Ordinance to engage in type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities. From November 2014 to December 2021, Ms. Zhang served as a vice president of Starlight Culture Entertainment Group Limited (currently known as Smart Digital Technology Group Limited), the shares of which are listed on the Stock Exchange (Stock code: 1159), responsible for business development, financing and risk control of projects, as well as maintaining investor relations. Ms. Zhang was awarded a bachelor degree in finance from the Beijing Technology and Business University (北京工商大學), and a master degree in business administration from St. John’s University, New York, in July 2009 and September 2012, respectively.

Ms. Zhang entered into a letter of appointment with the Company on 2 December 2024 for a term of three years commencing from 2 December 2024. Ms. Zhang is subject to retirement and re-election at the next following annual general meeting of the Company after her appointment and thereafter subject to retirement by rotation and re-election at least once in every three years in accordance with the articles of association of the Company. Ms. Zhang is entitled to a director's annual remuneration of HK\$180,000 which is determined by the Board with reference to the recommendation of the remuneration committee (the "**Remuneration Committee**") of the Company based on her qualifications, experience and the prevailing market conditions.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Ms. Zhang (i) does not have any relationship with any Directors, senior management, 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) does not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and, (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, neither there is any further information required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules nor there is any other matter relating to the appointment of Ms. Zhang that needs to be brought to the attention of the Shareholders.

Ms. Zhang further confirmed with the Company (i) her independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that she has 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) that there are no other factors that may affect Ms. Zhang's independence at the time of her appointment.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 2 December 2024:

1. Mr. Chow ceased to be the chairman of the audit committee (the "**Audit Committee**") of the Company, a member of the Remuneration Committee and a member of the nomination committee (the "**Nomination Committee**") of the Company;
2. Mr. Tam Tak Kei Raymond has been appointed as the chairman of the Audit Committee; and
3. Ms. Zhang has been appointed as a member of each of the Audit Committee, Remuneration Committee and Nomination Committee.

The Board would like to express its appreciation to Mr. Chow for his valuable contribution during his tenure of office in the Company, and would also like to express its welcome to Ms. Zhang for joining the Board.

COMPLIANCE WITH RULE 13.92 OF THE LISTING RULES

Pursuant to Rule 13.92 of the Listing Rules, the Stock Exchange will not consider diversity to be achieved for a single gender board. Following the appointment of Ms. Zhang as an independent non-executive Director, the Company has complied with the requirement under Rule 13.92 of the Listing Rules regarding gender diversity of the Board.

By order of the Board
Kingland Group Holdings Limited
CHEUNG Shek On
Chairman and Executive Director

Hong Kong, 2 December 2024

As at the date of this announcement, the executive director is Mr. Cheung Shek On, and the independent non-executive directors are Mr. Chan Kwok Wing Kelvin, Mr. Tam Tak Kei Raymond and Ms. Zhang Zhang.