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**(1) RESIGNATION OF EXECUTIVE DIRECTOR;
(2) APPOINTMENT OF EXECUTIVE DIRECTOR;
(3) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(4) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
(5) CHANGE OF COMPANY SECRETARY AND
AUTHORISED REPRESENTATIVE**

The Board announces that:

- (1) Mr. Liu Xin Chen has resigned from the positions of executive Director, Authorised Representative and a member of both the Remuneration Committee and Nomination Committee with effect from 30 April 2024;
- (2) Mr. Zhou Yihong has appointed as an executive Director, Authorised Representative and a member of both the Remuneration Committee and Nomination Committee with effect from 30 April 2024;
- (3) Mr. Man Wai Lun has resigned from the positions of independent non-executive Director, chairman of Remuneration Committee and a member of both the Audit Committee and Nomination Committee with effect from 30 April 2024;
- (4) Ms. Huang Chunlian has appointed as an independent non-executive Director, chairman of Remuneration Committee and a member of both the Audit Committee and Nomination Committee with effect from 30 April 2024; and
- (5) Ms. Ngan Wai Kam, Sharon has resigned from the positions of Company Secretary and Authorised Representative with effect from 30 April 2024 and Mr. Chou Chiu Ho has been appointed as the Company Secretary and the Authorised Representative with effect from 1 May 2024.

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each, a “**Director**”) of Momentum Financial Holdings Limited (the “**Company**”) is pleased to announce that Mr. Liu Xin Chen (“**Mr. Liu**”) has tendered his resignation as executive Director, Authorised Representative (“**Authorised Representative**”) and a member of both the Remuneration Committee (the “**Remuneration Committee**”) and Nomination Committee (the “**Nomination Committee**”) with effect from 30 April 2024 as he would like to devote more time to his family.

Mr. Liu has confirmed to the Board that he has no disagreement with the Board or the Company and that there are no other matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Mr. Liu has also confirmed that he has no claim against the Company except his outstanding Director’s fee.

The Board would like to extend its appreciation to Mr. Liu for his valuable contribution during his tenure of office in the Company.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board announces that Mr. Zhou Yihong (“**Mr. Zhou**”) has appointed as an executive Director, Authorised Representative and a member of both the Remuneration Committee and Nomination Committee of the Company with effect from 30 April 2024.

Mr. Zhou, aged 53, has served as the senior management of various companies in China since 1994 and has accumulated over 30 years of experience in finance and corporate management. Mr. Zhou is currently the general manager and executive director of various companies which provide financial service in China.

A service agreement has been entered into between Mr. Zhou and the Company in relation to his appointment as an executive Director for a term of three years with effect from 30 April 2024. Mr. Zhou will hold office until the conclusion of the first annual general meeting of the Company after his appointment and will then be eligible for re-election and is subject to the rotational retirement and re-election requirements at the general meetings of the Company pursuant to the bye-laws of the Company (the “**Bye-laws**”), or earlier determination in accordance with the Bye-laws and/or any applicable laws and regulations. Mr. Zhou will be entitled to a director’s fee of HK\$60,000 per annum, which was determined with reference to his relevant qualifications, experience, responsibilities and duties in the Company and the prevailing market benchmarks.

Save as disclosed above, as at the date of this announcement, Mr. Zhou (i) does not hold other positions with the Company or any other members of the Company’s group; (ii) did not have experience including (a) any other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas and (b) any other major appointments and professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; and

(iv) does not have any interests in shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

Save as disclosed above, Mr. Zhou confirmed that there are no other matters relating to his appointment that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Zhou for joining the Board.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Man Wai Lun (“**Mr. Man**”) has tendered his resignation as independent non-executive Director, chairman of Remuneration Committee and a member of both the Audit Committee (the “**Audit Committee**”) and Nomination Committee with effect from 30 April 2024 as he would like to devote more time and effort on other business.

Mr. Man has confirmed to the Board that he has no disagreement with the Board or the Company and that there are no other matters in respect of his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange. Mr. Man has also confirmed that he has no claim against the Company except his outstanding Director’s fee.

The Board would like to extend its appreciation to Mr. Man for his valuable contribution during his tenure of office in the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Huang Chunlian (“**Ms. Huang**”) has appointed as independent non-executive Director, chairman of Remuneration Committee and a member of both the Audit Committee and Nomination Committee with effect from 30 April 2024.

Ms. Huang, aged 30, has served as the financial director of Shenzhen Guangyi Xiangtong Trading Company Limited.* (深圳市廣翊翔通貿易有限公司) since 2020 and has accumulated over 7 years of experience in finance and corporate management.

Ms. Huang obtained a Bachelor’s Degree in Accounting from South China Normal University* (華南師範大學) in China in 2020.

A letter of appointment has been entered into between Ms. Huang and the Company in relation to her appointment as an independent non-executive Director for a term of one year with effect from 30 April 2024. Ms. Huang will hold office until the conclusion of the first annual general meeting of the Company after her appointment and will then be eligible for re-election and is subject to the rotational retirement and re-election requirements at the general meetings of the Company pursuant to the Bye-laws, or earlier determination in accordance with the Bye-laws and/or any applicable laws and regulations. Ms. Huang will be entitled to a director’s fee of HK\$36,000 per annum, which was determined with reference to her relevant qualifications, experience, responsibilities and duties in the Company and the prevailing market benchmarks.

Save as disclosed above, as at the date of this announcement, Ms. Huang (i) does not hold other positions with the Company or any other members of the Company's group; (ii) did not have experience including (a) any other directorships held in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas and (b) any other major appointments and professional qualifications; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to them under the Listing Rules) of the Company; and (iv) does not have any interests in shares or underlying shares of the Company within the meaning of Part XV of the SFO.

The Company confirms that Ms. Huang has 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. Huang's independence at the time of her appointment.

Save as disclosed above, Ms. Huang confirmed that there are no other matters relating to her appointment that need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Following the appointment of Ms. Huang, the Board has achieved gender diversity and thus fulfilled the requirement under Rule 13.92 of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. Huang for joining the Board.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

Ms. Ngan Wai Kam, Sharon (“**Ms. Ngan**”) has tendered her resignation as the company secretary of the Company (the “**Company Secretary**”) and has ceased to act as one of the Authorised Representatives of the Company as required under Rule 3.05 of the Listing Rules and as required under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) with effect from 30 April 2024 due to her decision to devote more time to her other commitments and engagements.

Ms. Ngan has confirmed that she has no disagreement with the Board and that there are no matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company in connection with her resignation.

The Board is pleased to announce that Mr. Chou Chiu Ho has been appointed as the Company Secretary and the Authorised Representative as external service provider with effect from 1 May 2024.

Mr. Chou Chiu Ho is currently a member of the Hong Kong Institute of Certified Public Accountant and a fellow member of the Association of Chartered Certified Accountants. Mr. Chou Chiu Ho has extensive work experience in the company secretarial profession. Mr. Chou Chiu Ho is also the company secretary of Prime Intelligence Solutions Group Limited (a company listed on GEM of the Stock Exchange, stock code: 8379), the company secretary of Millennium Pacific Group Holdings Limited (a company listed on GEM of the Stock Exchange, stock code: 8147), an independent non-executive director of Singasia Holdings Limited (a company listed on GEM of the Stock Exchange, stock code: 8293) and an independent non-executive director of King Stone Energy Group Limited (a company listed on the Stock Exchange, stock code: 663).

The Board would like to express its sincere gratitude to Ms. Ngan for her valuable contributions to the Company and wish to extend a warm welcome to Mr. Chou Chiu Ho on his appointment.

By order of the Board
Momentum Financial Holdings Limited
Zhang Rujie
Executive Director

Hong Kong, 30 April 2024

As at the date of this announcement and immediately following the abovementioned resignation and appointment of Directors, the Board comprises two executive Directors, namely, Mr. Zhang Rujie and Mr. Zhou Yihong; and three independent non-executive Directors, namely, Mr. Zhou Zhencun, Mr. Chen Yongping and Ms. Huang Chunlian.

** The English translations of terms or names in Chinese which are marked with “*” are for identification purpose only.*