

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this announcement.

AM GROUP HOLDINGS LIMITED

秀商時代控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1849)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of AM Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Ms. Zhang Hong (“**Ms. Zhang**”) has resigned as an independent non-executive Director (“**INED**”) with effect from 10 October 2024 (“**Resignation**”) as she would like to focus on her other commitments.

Ms. Zhang has confirmed that (i) she does not have any disagreement with the Board; (ii) there are no matters that need to be brought to the attention of the Stock Exchange and the shareholders of the Company in respect of her resignation; and (iii) she has no claims against the Company in respect of fees nor compensation for loss of office or otherwise as an independent non-executive Director.

The Board would like to take this opportunity to express its gratitude to Ms. Zhang for her valuable contribution to the Company during her tenure of office.

Following the resignation of Ms. Zhang with effect from 10 October 2024,

- (i) the Board will comprise only two INEDs, which will not fulfil the requirement of having three INEDs under Rule 3.10(1) of the Listing Rules; and
- (ii) the audit committee of the Board will comprise only two members, which will not fulfil the requirement of comprising a minimum of three members who are non-executive Directors under Rule 3.21 of the Listing Rules.

As such, the Company will use its best endeavours to ensure that suitable candidate is appointed as soon as practicable and in any event within three months from 10 October 2024 as required under Rule 3.11 of the Listing Rules. The Company will publish a further announcement for the appointment in due course.

For and on behalf of
AM Group Holdings Limited
Teo Li Lian

Co-Chairlady, Executive Director and Chief Executive Officer

Hong Kong, 10 October 2024

As at the date of this announcement, the Board comprises three Executive Directors, namely Ms. Teo Li Lian (Co-Chairlady and Chief Executive Officer), Mr. Teo Kuo Liang and Mr. Mu Lei (Co-Chairman); and two Independent Non-executive Directors, namely Mr. Tan Kia Jing and Mr. Lee Shy Tsong.