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**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND
(2) CHANGE OF REGISTERED OFFICE ADDRESS AND THE PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Uptown Group Company Limited (the “**Company**”) hereby announces that Ms. Aika Ouji (“**Ms. Ouji**”) has been appointed as an independent non-executive Director (“**INED**”) of the Company, with effect from 31 December, 2024.

The biographical details of Ms. Ouji are as follows:

Ms. Aika Ouji

Ms. Ouji, aged 52, has extensive experience in international trade, real estate management, and strategic planning. She has been the CEO of KAOSHOJI Co. Ltd. since April 2015, where she successfully expanded into multiple international markets and managed various real estate projects.

In her role as CEO, Ms. Ouji has demonstrated exceptional leadership and strategic planning capabilities, contributing significantly to the growth and efficiency of the company.

Prior to her current role, Ms. Ouji worked as a researcher at the Institute for Modern Literature from September 2008 to March 2015, where she focused on modern literature research and contributed to various academic projects.

Ms. Ouji holds a Doctorate in Arts from Josai International University (2004-2008), a Master's degree in Arts from the same institution (2002-2004), and a Bachelor's degree in Arts from Okinawa International University (1998-2002). Her academic background provides her with a strong foundation in literary theory and criticism.

Ms. Ouji has entered into a service contract with the Company on 31 December, 2024 for an initial term of one year commencing from 31 December, 2024 unless terminated by not less than one month's notice in writing served by either party to the other or payment in lieu of notice. She is subject to retirement and re-election at the next annual general meeting of the Company after her appointment and thereafter subject to retirement by rotation in accordance with the articles of association of the Company. Ms. Ouji is entitled to a director's fee of HK\$10,000 per month, which is determined by the Board with reference to the recommendation from the Remuneration Committee based on her duties and responsibilities in the Group and the prevailing market conditions.

As at the date of this announcement, Ms. Ouji:

- (i) does not have or is not deemed to have any interests or short positions in any shares, underlying shares, or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Future Ordinance;
- (ii) does not hold any position with the Company or any of its subsidiaries;
- (iii) does not have any relationship with any directors, senior management, substantial shareholders (as defined under the Listing Rules), or controlling shareholders (as defined under the Listing Rules) of the Company; and
- (iv) save as disclosed above, has no other information that should be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and the Company is not aware of any other matters that need to be brought to the attention of the Shareholders in relation to the appointment.

Ms. Ouji has confirmed that:

- (i) she has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules;
- (ii) she has no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and
- (iii) 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 welcome Ms. Aika Ouji to her new role as INED.

(2) CHANGE OF REGISTERED OFFICE ADDRESS AND THE PRINCIPAL PLACE OF BUSINESS IN HONG KONG

The Board of the Company hereby announces that the registered office address and the principal place of business in Hong Kong of the Company will be changed to Room 1201, 29 Austin Road, Kowloon, Hong Kong with effect from 31 December, 2024.

All telephone numbers of the Company will remain unchanged, and the facsimile number will no longer be used.

By order of the Board
China Uptown Group Company Limited
Lau Chi Yan, Pierre
Executive Director

Hong Kong, 31 December 2024

As at the date of this announcement, the Board consists of two executive Directors, namely Mr. Zhang Xiao Jun and Mr. Lau Chi Yan, Pierre, and four independent non-executive Directors, namely Mr. Yau Sze Yeung, Mr. Su Zhi Jie, Ms. Aika Ouji and Mr. Lee Chun Tung.