

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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 howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

康師傅控股

TINGYI (CAYMAN ISLANDS) HOLDING CORP.

康師傅控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0322)

CHANGE OF DIRECTORS AND APPOINTMENT OF CHAIRMAN OF THE AUDIT COMMITTEE

Reference is made to the circular of Tingyi (Cayman Islands) Holding Corp. (the “**Company**”) dated 23 April 2025 (the “**Circular**”) in relation to, among others, the retirement and re-election of directors and the proposed appointment of director. Unless otherwise provided, capitalised terms used herein shall have the same meanings as those defined in the Circular.

Retirement of Director

As set out in the Circular, Mr. Lee Tiong Hock (“**Mr. Lee**”) has advised the Company of his plan to retire at the Annual General Meeting in order to allow himself more time to devote to his other endeavour and has not offered himself for re-election. Accordingly, Mr. Lee has retired as independent non-executive Director, chairman of the Audit Committee and member of the Remuneration and Nomination Committee from the conclusion of the Annual General Meeting. Mr. Lee will remain as a consultant to the Company.

Mr. Lee has confirmed to the Company that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Lee for his past services to the Company.

Appointment of Director

As set out in the Circular, the Remuneration and Nomination Committee has proposed to appoint Mr. Man Mo Leung (“**Mr. Man**”) as an independent non-executive Director, members of the Audit Committee and the Remuneration and Nomination Committee to fill the vacancy left by the retirement of Mr. Lee.

At the Annual General Meeting held on 5 June 2025, the Shareholders resolved to appoint Mr. Man as an independent non-executive Director, members of the Audit Committee and the Remuneration and Nomination Committee from the conclusion of the Annual General Meeting.

Mr. Man, aged 72, holds a Bachelor of Science (Honour) Degree in Mathematics from the University College London. After graduation, he qualified as a Chartered Accountant in England & Wales in 1978. Mr Man has over 30 years of rich experience in auditing, risk management and corporate advisory services. He was the Executive Chairman of Mazars CPA Ltd., Hong Kong (now Forvis Mazars CPA Ltd), an international accounting firm, from 2007 until his retirement in 2013. He was an independent non-executive director of Haitong International Securities Group Ltd from July 2004 to December 2012. Mr Man also actively served the community with appointments as member of District Board/Council of Tai Po, the Consumer Council, District Fight Crime Committee, Tai Po (Chairman) and NT Heung Yee Kuk. Mr Man is a founding member and Council member of the Hong Kong Institute of Directors and its Treasurer from 2011 to 2024.

The Company has entered into a letter of appointment with Mr. Man for a period of three years under which Mr. Man will receive an annual emolument of US\$60,000. The appointment of Mr. Man is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Man’s emolument was determined by the Board with reference to his duties and responsibilities and the prevailing market rate. The letter of appointment can be terminated by either party by giving the other three months’ notice in advance.

As at the date of this announcement, Mr. Man is not interested in any shares or any other interest (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) in the securities of the Company.

Mr. Man has not been a director of any listed companies in Hong Kong or overseas in the past three years and he has no relationship with any directors, senior management or substantial shareholders of the Company.

Mr. Man has confirmed (a) his independence as regards to each of the factors contained in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); (b) that he is financially independent of the Company or its subsidiaries or any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

Mr. Man has not been involved in any of the events under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there are no other matters in relation to his appointment as an independent non-executive Director that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Company would like to extend its warmest welcome to Mr. Man in joining the Board.

Appointment of chairman of the Audit Committee

The Board is pleased to announce that Mr. Hsu Shin-Chun (“**Mr. Hsu**”), an independent non-executive Director, has been appointed as chairman of the Audit Committee in place of Mr. Lee.

The Board would like to take this opportunity to express its warmest welcome to Mr. Hsu to the new position of the Company.

By order of the Board
Tingyi (Cayman Islands) Holding Corp.
Mr. Wei Hong-Ming
Chairman and Executive Director

Hong Kong, 5 June 2025

As at the date of this announcement, Mr. Wei Hong-Ming, Mr. Junichiro Ida, Mr. Wei Hong-Chen, Mr. Koji Shinohara, Mr. Yuko Takahashi and Ms. Tseng Chien are executive Directors of the Company. Mr. Hsu Shin-Chun, Mr. Masaya Tochio and Mr. Man Mo Leung are independent non-executive Directors of the Company.

Website: <http://www.masterkong.com.cn>
<http://www.irasia.com/listco/hk/tingyi>

* *For identification purposes only*