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StarGlory Holdings Company Limited **榮暉控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8213)

(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 COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Director(s)**”) of StarGlory Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that:

- (i) Mr. Wu Xiaowen (“**Mr. Wu**”) has resigned as an executive Director with effect from 28 July 2023;
- (ii) Mr. Li Hongchen (“**Mr. Li**”) has been appointed as an executive Director with effect from 28 July 2023;
- (iii) Mr. Yang Haiyu (“**Mr. Yang**”) has resigned as an independent non-executive Director with effect from 28 July 2023;
- (iv) Mr. Yang has ceased to be a member of the audit committee of the Board (the “**Audit Committee**”) and the chairman of the remuneration committee of the Board (the “**Remuneration Committee**”) with effect from 28 July 2023;
- (v) Ms. Liao Sijie (“**Ms. Liao**”) has been appointed as an independent non-executive Director with effect from 28 July 2023; and
- (vi) Ms. Liao has been appointed as a member of the Audit Committee and the chairman of Remuneration Committee with effect from 28 July 2023.

(1) RESIGNATION OF EXECUTIVE DIRECTOR

The Board wishes to announce that Mr. Wu has resigned as an executive Director with effect from 28 July 2023 in order to devote more time to his other business commitment.

Mr. Wu confirmed that he has no disagreement with the Board and there is no 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 Company would like to express its gratitude to Mr. Wu for his contributions during his tenure of office.

(2) APPOINTMENT OF EXECUTIVE DIRECTOR

Following the resignation of Mr. Wu, Mr. Li has been appointed as an executive Director with effect from 28 July 2023.

Mr. Li Hongchen (李鴻晨先生), aged 24, has over 4 years of experience in the management of several subsidiaries of the Company. Mr. Li obtained a bachelor's degree in education from the South China University of Technology in the People's Republic of China (the "PRC") in June 2021.

From December 2018 to December 2019, Mr. Li served as the chairman of the board of Sky Label Holdings Limited (天寶集團有限公司), an indirect wholly-owned subsidiary of the Company, whose business included investment holding. Since January 2019, Mr. Li served as the chairman of the board of Haiyuncai Technology (Shenzhen) Company Limited* (海韻彩科技(深圳)有限公司), an indirect wholly-owned subsidiary of the Company, which has not yet commenced business in the PRC. From May 2021 to July 2023, Mr. Li served as the chairman of the board of Huayin (Shenzhen) Biotechnology Co., Ltd* (華胤(深圳)生物科技有限公司), an indirect wholly-owned subsidiary of the Company, whose business included investment holding and trading of healthcare products in the PRC and he also served as chairman of the board of two directly non-wholly owned subsidiaries of Huayin, namely Zhongke Huayin (Shenzhen) Biotechnology Co., Ltd.* (中科華胤(深圳)生物科技有限公司) and Zhongke Huayin (Shenzhen) Biology Co., Ltd.* (中科華胤(深圳)生物有限公司) since March 2022 and January 2022, respectively. Since January 2020, Mr. Li served as the chairman of the board of StarGlory Enterprise Management (Shenzhen) Company Limited* (榮暉企業管理(深圳)有限公司), an indirect wholly-owned subsidiary of the Company, whose business included trading of healthcare products in the PRC.

In accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "GEM Listing Rules"), Mr. Li will hold office until the first general meeting of the Company after his appointment and shall then be eligible for re-election. Mr. Li will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Mr. Li will be entitled to receive a Director's fee of HK\$20,000 per month, which was determined by the remuneration committee of the Company with reference to his duties, responsibilities, qualifications, experiences and the prevailing market conditions. He is also entitled to a remuneration of RMB18,000 per month as chairman of the board of subsidiaries of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Li has confirmed that he (i) does not hold any other positions in the Group; (ii) does not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, senior management, substantial shareholders, or controlling shareholders of the Company; and (v) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, there is no other information relating to Mr. Li that is required to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters in relation to the appointment of Mr. Li that need to be brought to the attention of the Shareholders.

The Board would like to extend its warm welcome to Mr. Li for his appointment to the Board.

(3) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also wishes to announce that Mr. Yang has resigned as an independent non-executive Director with effect from 28 July 2023 in order to devote more time to his other business commitment.

Mr. Yang confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Company would like to express its gratitude to Mr. Yang for his contributions during his tenure of office.

(4) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Following the resignation of Mr. Yang, Ms. Liao has been appointed as an independent non-executive Director with effect from 28 July 2023.

Ms. Liao Sijie (廖思潔小姐), age 27, has over 3 years of experience in management consultancy and operations management. Ms. Liao obtained a bachelor's degree in science from The Pennsylvania State University in the United States of America in May 2018 and a master's degree in science from Columbia University in the City of New York in the United States of America in May 2021.

Before joining the Company, from July 2018 to June 2019, Ms. Liao served as an economics & valuation services consultant in KPMG US LLP. From August 2021 to March 2022, Ms. Liao served as a management consultant in Alvarez & Marsal Consumer and Retail Group, LLC, a consulting firm. Since March 2022, Ms. Liao served as a strategy & operations manager in Uber Technologies, Inc., a technology company.

Ms. Liao has entered into a letter of appointment with the Company in relation to her appointment as an independent non-executive Director for a term of one year with effect from 28 July 2023 which is terminable by not less than one month's notice in writing served by either party. The appointment is subject to retirement by rotation and re-election at the next general meetings in accordance with the articles of association of the Company and the GEM Listing Rules. Ms. Liao is entitled to a remuneration of HK\$180,000 per annum with a discretionary bonus, which is determined by the Board upon recommendation from the remuneration committee of the Company with reference to her duties, responsibilities, qualifications, experiences and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Ms. Liao has confirmed that she (i) does not hold any other positions in the Group; (ii) does not hold any other directorships in the last three years up to the date of this announcement in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, senior management, substantial shareholders, or controlling shareholders of the Company; and (v) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, there is no other information relating to Ms. Liao that is required to be disclosed pursuant to any of the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters in relation to the appointment of Ms. Liao that need to be brought to the attention of the Shareholders.

The Board would like to extend its warm welcome to Ms. Liao for her appointment to the Board.

(5) CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following the resignation of Mr. Yang, he has ceased to be a member of the Audit Committee and the chairman of Remuneration Committee with effect from 28 July 2023. Subsequent to the appointment of Ms. Liao as an independent non-executive Director, Ms. Liao has been appointed a member of the Audit Committee and the chairman of Remuneration Committee with effect from 28 July 2023.

By order of the Board
StarGlory Holdings Company Limited
Zhang Tao
Chairman

Hong Kong, 28 July 2023

As at the date of this announcement, the executive Directors are Mr. Zhang Tao and Mr. Li Hongchen; and the independent non-executive Directors are Mr. Chan Yee Ping Michael, Mr. Feng Xingwei and Ms. Liao Sijie.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of The Stock Exchange of Hong Kong Limited website at www.hkexnews.hk for at least 7 days from the date of its posting and the website of the Company at www.stargloryhcl.com.

* *For identification only*