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Regina Miracle International (Holdings) Limited

維珍妮國際(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2199)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Director(s)**”) of Regina Miracle International (Holdings) Limited (the “**Company**”) announces that, with effect from 3 July 2024: (i) Ms. TAM Laiman (譚麗文) (“**Ms. Tam**”) has resigned as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee of the Company and she has been appointed as a consultant of the Company, following her resignation as an independent non-executive Director; and (ii) Ms. MOH Angela Jen-Yin (莫仁瑛) (“**Ms. Moh**”) has been appointed as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee of the Company.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF BOARD COMMITTEES

With effect from 3 July 2024, Ms. Tam has resigned as an independent non-executive Director, a member of the audit committee (the “**Audit Committee**”), a member of the remuneration committee (the “**Remuneration Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Company to devote more time to her personal engagements. On the same day, Ms. Tam has been appointed as a consultant of the Company, following her resignation as an independent non-executive Director, providing the benefit of her expertise and experience to the Board.

Ms. Tam has confirmed that she has no disagreement with the Board and there are no matters that need to be brought to the attention of the holders of securities of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board takes this opportunity to express its sincere gratitude and appreciation to Ms. Tam for her valuable contribution to the Company during her tenure as an independent non-executive Director. The Board further expresses its gratitude to Ms. Tam for taking up the new role of a consultant of the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBERS OF BOARD COMMITTEES

With effect from 3 July 2024, Ms. Moh has been appointed as an independent non-executive Director, a member of the Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee of the Company.

The biographical details of Ms. Moh are set out below:

Ms. Moh, aged 53, is a financial services professional with strong equity research analysis skills and in-depth knowledge and understanding of the consumer and retail industries in Greater China. Ms. Moh joined Morgan Stanley Asia Limited as an associate in 1996, and was promoted to serve as a vice president from 2000 to 2001, an executive director from 2002 to 2004 and a managing director from 2005 to 2023. She also served as an associate director of Greater China Equity Research from 2012 to 2023 and a director of Taiwan Equity Research from 2018 to 2023 during her tenure at Morgan Stanley Asia Limited. Ms. Moh obtained a Bachelor of Science Degree in Economics from The Wharton School of the University of Pennsylvania in the United States in May 1992 and a Master of Business Administration Degree from Massachusetts Institute of Technology in the United States in June 1996. Ms. Moh is also a licensee of type 4 regulated activities (advising on securities) under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”).

Ms. Moh has entered into a letter of appointment with the Company for a period of three years commencing from 3 July 2024, which can be renewed upon mutual agreement unless terminated by not less than two months’ written notice. In accordance with article 83(3) of the articles of association of the Company, Ms. Moh shall retire from office at the forthcoming annual general meeting of the Company and shall then be eligible for re-election. Pursuant to the letter of appointment, Ms. Moh shall receive a director’s fee of HK\$336,000 per annum, which is determined by the prevailing market practice, the Company’s remuneration policy and Ms. Moh’s responsibilities with the Company.

As at the date of this announcement, Ms. Moh does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Company hereby confirms that Ms. Moh has confirmed each of the matters as follows: (i) that she has and had no other relationships with any directors, senior management or substantial or controlling shareholders of the Company; (ii) that she does not currently hold any other position with the Company or any of its subsidiaries; (iii) that she has not held any directorship in other Hong Kong or overseas listed public companies in the last three years; (iv) her independence as regards each of the factors referred to in rule 3.13(1) to (8) of the Rules governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”); (v) that she did not and does not have any past or present material financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as such term is defined in the Listing Rules) of the Company; (vi) that there are no other factors that may affect her independence at the time of her appointment; (vii) that there are no other matters relating to her appointment that need to be brought to the attention of the Shareholders; and (viii) that there is no other information relating to her appointment to be disclosed pursuant to any of the requirements of rule 3.13, rule 3.14, or rule 13.51(2) of the Listing Rules.

Before her appointment became effective, on 18 June 2024, Ms. Moh has obtained the legal advice referred to in rule 3.09D of the Listing Rules and understood her obligations as an independent non-executive Director and the possible consequences of making a false declaration or giving false information to the Stock Exchange.

The Board takes this opportunity to express its warmest welcome to Ms. Moh for her new appointment.

By Order of the Board
Regina Miracle International (Holdings) Limited
Hung Yau Lit (also known as YY Hung)
Chairman

Hong Kong, 3 July 2024

As at the date of this announcement, the Board of the Company comprises Mr. Hung Yau Lit (also known as YY Hung), Mr. Yiu Kar Chun Antony, Mr. Liu Zhenqiang, Mr. Chen Zhiping and Ms. Sze Shui Ling as executive Directors, and Dr. Or Ching Fai, Mrs. To Wong Wing Yue Annie and Ms. Moh Angela Jen-Yin as independent non-executive Directors.