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IMS Group Holdings Limited
英馬斯集團控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8136)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND
COMPOSITION OF BOARD COMMITTEES**

The Board announces that:

- (1) the term of office of Mr. Chu Yin Kam, an independent non-executive Director, will expire on 25 January 2021 and his term of office will not be renewed as Mr. Chu wants to devote more time for his other business engagement. Accordingly, Mr. Chu will cease to be the chairman of the Audit Committee and a member of the Nomination Committee under the Board with effect from 25 January 2021; and
- (2) Mr. Li Chun Hung has been appointed as an independent non-executive Director with effect from 25 January 2021 and at the same time succeed Mr. Chu for all the above positions vacated by him under the Board.

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND COMPOSITION
OF BOARD COMMITTEES**

The board of directors (the “**Directors**” or “**Board**”) of IMS Group Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) announces that the term of office of Mr. Chu Yin Kam (“**Mr. Chu**”), an independent non-executive Director, will expire on 25 January 2021 and his term of office will not be renewed as Mr. Chu wants to devote more time for his other business engagement. Accordingly, Mr. Chu will cease to be the chairman of the Audit Committee and a member of the Nomination Committee under the Board with effect from 25 January 2021.

Mr. Chu confirmed that he has no claim against the Company for loss of office as an independent non-executive Director whether by way of compensation, remuneration, benefits or otherwise. He also confirmed that he has no disagreement with the Board and there are no other matters in relation to the change of independent non-executive Directors that need to be brought to the attention of the shareholders of the Company.

The Board also announces that Mr. Li Chun Hung (“**Mr. Li**”) has been appointed as an independent non-executive Director with effect from 25 January 2021 and at the same time succeed Mr. Chu for all the above positions vacated by him under the Board.

Mr. Li, aged 59, is a certified public accountant in Hong Kong and has over 20 years of experience in professional accounting. Mr. Li is a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of International Accountants, a fellow member of the Institute of Certified Management Accountants, a fellow member of the Taxation Institute of Hong Kong, a member of the Society of Chinese Accountants and Auditors as well as a member of the Chartered Institute of Arbitrators.

Mr. Li is currently an independent non-executive director of Smart Globe Holdings Limited (stock code: 1481). Mr. Li holds a master degree in business administration from Clayton University in the United States.

As at the date of this announcement, Mr. Li is beneficially interested in 50,000 shares of the Company.

Pursuant to the appointment letter between the Company and Mr. Li, his appointment as an independent non-executive Director shall be for an initial term of three (3) years commencing from 25 January 2021. To fill the casual vacancy of the Board, Mr. Li shall hold office until the first general meeting after his appointment and shall then be subject to rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association of the Company and the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”). Mr. Li is entitled to an annual Director’s fee of HK\$180,000 which was recommended by the Remuneration Committee and determined by the Board as authorized by the shareholders at the annual general meeting, with reference to his experience, duties and responsibilities undertaken by him and the prevailing market conditions.

Save as disclosed in this announcement, as at the date hereof, Mr. Li does not:–

- (i) hold any other positions in the Company or other members of the Group;
- (ii) hold any other directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years;
- (iii) have any relationship with any Director, senior management or substantial or controlling shareholder of the Company; and
- (iv) have any other interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Mr. Li confirmed that he meets all independence criteria as set out under Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, the Board is not aware of any other information that is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules or any other matters that need to be brought to the attention of the shareholders of the Company in relation to the appointment of Mr. Li.

The Board would like to take this opportunity to welcome Mr. Li for joining the Board and express its sincere gratitude to Mr. Chu for his valuable contributions to the Company during his tenure of service.

By order of the Board
IMS Group Holdings Limited
Tam Yat Ming Andrew
Chairman and Executive Director

Hong Kong, 22 January 2021

As at the date of this announcement, the Board comprises Mr. Tam Yat Ming Andrew (Chairman and Chief Executive Officer) and Mr. Lo King Shun as Executive Directors and Mr. Chu Yin Kam, Mr. Ha Yiu Wing and Dr. Wilson Lee as Independent Non-executive Directors.

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 Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at www.im512.com.