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**Optima Automobile Group Holdings Limited**  
**傲迪瑪汽車集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8418)**

**(1) REDESIGNATION OF DIRECTOR;**  
**(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**  
**AND**  
**(3) CHANGES IN COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 16 April 2024:

- (i) Mr. Chang has redesignated from an independent non-executive Director to an executive Director and ceased to be the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee; and
- (ii) Ms. Dai has been appointed as an independent non-executive Director, the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

**(1) REDESIGNATION OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Optima Automobile Group Holdings Limited (the “**Company**”) hereby announces that with effect from 16 April 2024, Mr. Chang Li-Chung (“**Mr. Chang**”) has redesignated from an independent non-executive Director to an executive Director. He has then ceased to be the chairman of the nomination committee of the Board (the “**Nomination Committee**”), and a member of each of the audit committee of the Board (the “**Audit Committee**”) and the remuneration committee of the Board (the “**Remuneration Committee**”).

The biographical details of Mr. Chang are set out below:

**Mr. Chang Li-Chung** (張力中), aged 62, is currently the general manager of Yigoulian Trading (Shenzhen) Co., Ltd.\* (易購鏈商貿(深圳)有限公司), a limited liability company established in China, since April 2020. He is also currently acting as the executive director of Changzhou Jintan Apollo Biological Products Co., Ltd.\* (常州金壇阿波羅生物製品有限公司), a limited liability company established in China, since August 2003. Mr. Chang worked as general manager at HONGKONG BO EN INVESTMENT MANAGEMENT CO., LIMITED, a company incorporated in Hong Kong with limited liability, from November 2015 to December 2019. Mr. Chang graduated from the Republic of China Air Force Institute of Technology\* (中華民國空軍航空技術學院) in 1978.

In respect of the redesignation, Mr. Chang has entered into a service agreement with the Company for an initial term of one year commencing from 16 April 2024 which may be terminated by either party giving not less than one month's prior notice in writing and is subject to termination provisions therein and retirement and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company (the "**Articles of Association**") or any other applicable laws from time to time whereby he shall vacate his office.

Mr. Chang is currently entitled to the annual basic salary of HK\$96,000, which is subject to annual review by the Board and the Remuneration Committee. Mr. Chang is also entitled to a discretionary bonus from time to time, if so recommended by the Remuneration Committee and approved by the Board at its absolute discretion, the amount of which is determined with reference to the financial performance of the Group and Mr. Chang's individual performance, provided that Mr. Chang shall abstain from voting and not be counted in the quorum in respect of any resolution approving the amount of annual salary, discretionary bonus and other benefits payable to him.

As at the date of this announcement, save as disclosed above, Mr. Chang confirmed to the Company that (i) he does not have any relationship with any of the directors, senior management, substantial shareholders or controlling shareholders of the Company, as defined under the Rules Governing the Listing of Securities on the GEM ("**GEM Listing Rules**"); (ii) he is not interested in and does not hold any short position in any shares or underlying shares or any debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**"); (iii) he does not hold other position in the Company and its subsidiaries; (iv) he has not held any directorship in public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; and (v) he does not have any other matters that need to be brought to the attention of the shareholders of the Company nor do they have any other information that is required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules.

## (2) **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Ms. Dai Xiaoyan ("**Ms. Dai**") has been appointed as an independent non-executive Director with effect from 16 April 2024.

The biographical details of Ms. Dai are set out below:–

**Ms. Dai Xiaoyan (戴曉彥)**, aged 46, has over 15 years of experience in sales and corporate management. Since November 2019, she has been the general manager of Guangzhou Qichonghai E-commerce Co., Ltd.\* (廣州七重海電子商務有限公司), a company which principally engages in teahouse operation and promotion of oriental tea culture.

From March 2013 to July 2019, Ms. Dai worked as the general manager of Hunan Sanjiupu Tea Co., Ltd.\* (湖南三十九鋪茶業有限公司), a high-end tea company integrating product research and development, sales and promotion, which was a subsidiary of Urban Tea, Inc (currently known as Bit Brother Limited), a NASDAQ-listed company. From March 2010 to January 2012, Ms. Dai worked as assistant to the chairman of the board of Resgreen Bioengineering Group Co., Ltd.\* (綠之韻生物工程集團有限公司), a company which primarily design, manufacture and market of healthy food, skin care products and daily necessities. From May 2005 to March 2010, Ms. Dai was the chief operating office of Guangzhou Xiancun International Golf Course\* (廣州仙村國際高爾夫球場), responsible for supervision of the departments of marketing, sales, catering and golf operations.

Ms. Dai studied Commerce in Yueyang Higher Vocational School\* (岳陽師範高等專科學校) (currently known as Hunan Institute of Science and Technology (湖南理工學院)) from September 1995 to July 1997 and Business English in South China Normal University (華南師範大學) from September 1999 to August 2001.

Ms. Dai has entered into a letter of appointment with the Company for a term of one year commencing from 16 April 2024 which may be terminated by either party giving not less than one month's prior notice in writing and is subject to termination provisions therein and retirement and re-election in accordance with the Articles of Association, the GEM Listing Rules and any other applicable laws from time to time. Pursuant to article 83(3) of the Articles of Association, Ms. Dai shall hold office only until the first annual general meeting of the Company after her appointment and shall then be eligible for re-election at such annual general meeting.

Ms. Dai is entitled to a director's remuneration of HK\$72,000 per annum, which has been recommended by the Remuneration Committee and determined by the Board with reference to her duties and responsibilities with the Company, the Company's performance and the prevailing market conditions, subject to review by the Board and the Remuneration Committee from time to time.

As at the date of this announcement, Ms. Dai has a personal interest in 30,000 shares of the Company. Save for the disclosed, Ms. Dai (i) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the GEM Listing Rules) of the Company; (ii) does not hold other positions with the Company and its subsidiaries; (iii) has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not have any other interests in the shares of the Company within the meaning of Part XV of the SFO.

Ms. Dai has confirmed that she met the independence criteria set out in Rule 5.09 of the GEM Listing Rules. Save as disclosed above, there is no other matter relating to the appointment of Ms. Dai that is required to be brought to the attention of the shareholders of the Company, nor any information that is required to be disclosed pursuant to the requirements set out in Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

### (3) CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following the redesignation of Mr. Chang, with effect from 16 April 2024, Ms. Dai has been appointed as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee in place of Mr. Chang.

Following the redesignation of Mr. Chang from an independent non-executive Director to an executive Director and the appointment of Ms. Dai as an independent non-executive Director, (i) the Board will consist of nine members, including six executive Directors and three independent non-executive Directors which represent at least one-third of the Board as required under Rules 5.05(1) and 5.05A of the GEM Listing Rules; (ii) the Audit Committee will comprise three members and a majority of independent non-executive Directors as required under Rule 5.28 of the GEM Listing Rules; (iii) the Remuneration Committee will comprise three members, a majority of independent non-executive Directors and chaired by an independent non-executive Director as required under Rule 5.34 of the GEM Listing Rules, and (iv) the Nomination Committee will comprise three members and a majority of independent non-executive Directors as required under Rule 5.36A of the GEM Listing Rules.

The Board would like to express its warm welcome to Ms. Dai for joining the Board.

By order of the Board  
**Optima Automobile Group Holdings Limited**  
**Hu Wu'an**  
*Chairman and Executive Director*

Hong Kong, 16 April 2024

*As at the date of this announcement, the executive Directors are Mr. Hu Wu'an, Mr. Ang Lay Keong (Hong Liqiang), Ms. Nie Li, Ms. Lin Xiaojuan, Mr. Zhang Wenyuan and Mr. Chang Li-Chung; and the independent non-executive Directors are Mr. Chu Kin Ming, Ms. Yi Jing and Ms. Dai Xiaoyan.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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.*

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\* For identification purpose only