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Niche-Tech Semiconductor Materials Limited
駿碼半導體材料有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8490)

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Niche-Tech Semiconductor Materials Limited (the "**Company**") announces that Mrs. Chow Fung Wai Lan Rita (周馮慧蘭), formerly known as Ms. Fung Wai Lan Rita (馮慧蘭) ("**Mrs. Chow**"), will be appointed as a non-executive Director of the Company with effect from 31 December 2024.

Information Regarding Mrs. Chow

Mrs. Chow, aged 67, is a senior financial professional and has extensive experience in finance and management. She obtained a bachelor of science degree in accounting from Golden Gate University in the United States in 1982. She is currently a director of Chows Electronics Limited, Chows Group Investment Holdings Limited and Chows Investment Holdings Limited. She is the mother of Dr. Chow Bok Hin Felix, being an executive Director, the executive chairman of our Board and a controlling shareholder of the Company; and the spouse of Professor Chow Chun Kay Stephen ("**Professor Chow**"), being an executive Director and a controlling shareholder of the Company.

As at the date of this announcement, Mrs. Chow has entered into a service agreement with the Company, pursuant to which Mrs. Chow shall hold office as a non-executive Director of the Company for an initial term of three years with effect from 31 December 2024, unless terminated by either party giving one month's written notice in accordance with the terms thereof, the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**") and the Companies Act of the Cayman Islands. Her directorship is subject to retirement by rotation and re-election at general meetings of the Company in accordance with the articles of association of the Company (the "**Articles**") and the GEM Listing Rules, and she will hold office only until the next general meeting of the Company and then be eligible for re-election at such meeting in accordance with article 112 of the Articles.

Pursuant to the aforesaid service agreement, Mrs. Chow is entitled to (i) a directors' fee of HK$144,000 per annum, which is determined by the Board having regard to the remuneration policy of the Group and after taking into account Mrs. Chow's duties and responsibilities as a non-executive Director of the Company, her experience and prevailing market rates; and (ii) discretionary payment as may be determined by the Company from time to time; and her remuneration will be subject to review by the remuneration committee of the Board from time to time.

As at the date of this announcement, Niche-Tech Investment Holdings Limited ("**BVI Holdings**") is holding 357,000,000 ordinary shares of HK$0.01 each (the "**Shares**") in the issued share capital of the Company, representing 50.6% of its total issued share capital. BVI Holding is beneficially owned as to 60% by Professor Chow. By virtue of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**"), Professor Chow is deemed to be interested in 357,000,000 Shares held by BVI Holdings. In addition, Professor Chow in his personal capacity is interested in 510,000 Shares. Mrs. Chow is the spouse of Professor Chow and is therefore deemed to be interested in all those Shares in which Professor Chow is interested, being 357,510,000 Shares, representing 50.67% of the issued share capital of the Company, for the purpose of the SFO.

Mrs. Chow was a director of the following companies incorporated in Hong Kong which have been dissolved, details of which are as follows:

Name of company	**Date of dissolution**	**Nature of proceedings**	**Nature of business prior to dissolution**
Stephen Chow Foundation Limited	9 August 2002 *(Note 1)*	Dissolved by striking off under the predecessor Companies Ordinance (Chapter 32 of the Laws of Hong Kong) (the "**Predecessor Companies Ordinance**")	Charity
Wimbledon Champion Limited	1 December 2017 *(Note 2)*	Dissolved by deregistration under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the "**Companies Ordinance**")	Dormant
Chows Industrial (China) Limited	13 July 2018 *(Note 2)*	Dissolved by deregistration under the Companies Ordinance	Dormant

Notes

1. "Striking off under the Predecessor Companies Ordinance" refers to striking off the name of a company from the register of companies by the Registrar of Companies of Hong Kong under section 291 of the Predecessor Companies Ordinance where the Registrar of Companies has reasonable cause to believe that a company is not carrying on business or in operation.

2. "Deregistration under the Companies Ordinance" refers to the process whereby a private company or a director or a member of a private company incorporated under the Predecessor Companies Ordinance or the Companies Ordinance (as the case may be) which has ceased its operation and is not insolvent applies to the Companies Registry of Hong Kong for deregistration pursuant to section 750 of the Companies Ordinance. Such application can only be made if: (a) all members of the company agree to such deregistration; (b) the company has not commenced operation or business, or has not been in operation or carried on business during the three months immediately before the application; (c) the company has no outstanding liabilities; (d) the company is not a party to any legal proceedings; (e) the company's assets do not consist of any immovable property situated in Hong Kong; and (f) if the company is a holding company, none of its subsidiary's assets consist of any immovable property situated in Hong Kong.

Mrs. Chow has confirmed that Stephen Chow Foundation Limited, Wimbledon Champion Limited and Chows Industrial (China) Limited were solvent immediately prior to their respective dissolution. She has further confirmed that there was no wrongful act on her part leading to the above dissolution of the companies and that she is not aware of any actual or potential claim which has been or will be made against her as a result of the dissolution of the above companies.

Save as disclosed above, as at the date of this announcement, Mrs. Chow has confirmed that she does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships in any 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 other Director, senior management, substantial shareholder or controlling shareholder of the Company (as defined in the GEM Listing Rules); or (iv) have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the date of this announcement, to the best knowledge and belief of the Board having made all reasonable enquiries, there is no other matter relating to the appointment of Mrs. Chow that needs to be brought to the attention of the shareholders of the Company, nor is there any other information that should be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

The Board would like to express its warmest welcome to Mrs. Chow for joining the Board.

By Order of the Board
Niche-Tech Semiconductor Materials Limited
Chow Bok Hin Felix
Executive Chairman and Executive Director

Hong Kong, 6 December 2024

As at the date of this announcement, the executive Directors are Dr. Chow Bok Hin Felix, Professor Chow Chun Kay Stephen and Mr. Shi Yiwu, the non-executive Director is Mr. Li Chiu Fan, and the independent non-executive Directors are Professor Ng Wang Wai Charles, Mr. Tai Chun Kit and Mr. Poon Lai Yin Michael.

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 of Hong Kong Limited 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 website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for a minimum period of seven days from the date of its publication. This announcement will also be published on the Company's website at www.nichetech.com.hk.