

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



**NAGACORP**

金界控股有限公司

**NAGACORP LTD.**

金界控股有限公司

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

**(Stock code: 3918)**

**(1) APPOINTMENT OF NON-EXECUTIVE DIRECTOR; AND  
(2) CHANGE OF COMPANY SECRETARY AND AUTHORISED  
REPRESENTATIVES**

The Board announces that with effect from 6 December 2024:

- (i) Ms. Lam Yi Lin has resigned as the Company Secretary, an Authorised Representative under the Listing Rules and the Authorised Representative under the Companies Ordinance, and has been appointed as a non-executive Director; and
- (ii) Ms. Lam Wai Yee Sophie has been appointed as the Company Secretary, an Authorised Representative under the Listing Rules and the Authorised Representative under the Companies Ordinance.

**RESIGNATION OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVES  
AND APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of NagaCorp Ltd. (the “**Company**”) announces that with effect from 6 December 2024, Ms. Lam Yi Lin (alias: Monica) (“**Ms. Monica Lam**”) (i) has resigned as the company secretary of the Company and its group of subsidiaries (the “**Company Secretary**”), an authorised representative of the Company under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (“**Authorised Representative under the Listing Rules**”) and the authorised representative of the Company for accepting service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Authorised Representative under the Companies Ordinance**”, together with an Authorised Representative under the Listing Rules, the “**Authorised Representatives**”); and (ii) has been appointed as a non-executive

Director. Ms. Monica Lam has confirmed that she has no disagreement with the Board and there are no matters in relation to her resignation as the Company Secretary and the Authorised Representatives that need to be brought to the attention of the shareholders of the Company and the Stock Exchange. Set out below is the biography and background information of Ms. Monica Lam:

Ms. Monica Lam, aged 65, joined our group in October 1995. She served as the Company Secretary and an Authorised Representative under the Listing Rules since November 2012 and as the Authorised Representative under the Companies Ordinance since January 2005, and was responsible for supervising the company secretarial and other administrative matters of the Company's operations in Hong Kong. Ms. Monica Lam also previously served as an executive Director until May 2010. Prior to joining our group, Ms. Monica Lam was a company secretary in a Canadian solicitors' firm from July 1994 to October 1995. Ms. Monica Lam is an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute holding Chartered Secretary and Chartered Governance Professional dual designations. Ms. Monica Lam has over 25 years of experience in the company secretary and compliance fields.

Pursuant to a letter of appointment dated 6 December 2024 entered into between Ms. Monica Lam and the Company, Ms. Monica Lam is appointed for a term of three years commencing from 6 December 2024, subject to retirement by rotation and re-election under the articles of association of the Company (the "**Articles of Association**") and code provision B.2.2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules. In accordance with the Articles of Association, Ms. Monica Lam will hold office until the next annual general meeting of the Company and will then be eligible for re-election. Pursuant to the letter of appointment, Ms. Monica Lam is entitled to a director's fee of US\$208,500 per annum, which was determined by the Board based on the recommendation of remuneration committee of the Board with reference to Ms. Monica Lam's duties, responsibilities, experience and the prevailing market rates.

As at the date of this announcement, save as disclosed above, Ms. Monica Lam (i) has not held any other major appointments and professional qualifications or any other directorships in other public companies, securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other positions in the Company and its subsidiaries; (iii) does not have any relationship with any other Directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iv) does not have any interests in the shares or underlying shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save for the information set out above, there are no other matters in relation to the aforesaid appointment that need to be brought to the attention of the shareholders of the Company nor is there any other information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board takes this opportunity to extend its warmest welcome to Ms. Monica Lam for joining the Board.

## **APPOINTMENT OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVES**

The Board also announces that following the resignation of Ms. Monica Lam as the Company Secretary and the Authorised Representatives, Ms. Lam Wai Yee Sophie (“**Ms. Sophie Lam**”) has been appointed as the Company Secretary and the Authorised Representatives with effect from 6 December 2024. Set out below is the biography and background information of Ms. Sophie Lam:

Ms. Sophie Lam joined the Company in March 2024. She has over 20 years of experience in company secretarial and corporate governance professions. She has served as the company secretary of several companies listed on the Main Board of the Stock Exchange and as a vice president at a leading company secretarial and compliance services firm in Hong Kong. Ms. Sophie Lam holds a Bachelor of Arts (Honours) in Translation and a Postgraduate Diploma in Corporate Administration. She is a Chartered Secretary, a Chartered Governance Professional and a Fellow of The Chartered Governance Institute in the United Kingdom and The Hong Kong Chartered Governance Institute.

The Board takes this opportunity to congratulate Ms. Sophie Lam on her new appointment.

By Order of the Board  
**NagaCorp Ltd.**  
**Lam Wai Yee Sophie**  
*Company Secretary*

Hong Kong, 6 December 2024

As at the date of this announcement, the Directors are:

*Executive Directors*

Mr. Chen Yiy Fon and Mr. Philip Lee Wai Tuck

*Non-executive Directors*

Mr. Timothy Patrick McNally and Ms. Lam Yi Lin

*Independent Non-executive Directors*

Mr. Lim Mun Kee, Mr. Michael Lai Kai Jin and Mr. Leong Choong Wah