VONGROUP LIMITED

黃河實業有限公司 *

(incorporated in the Cayman Islands with limited liability)
(Stock code: 318)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors of Vongroup Limited (the "**Company**", together with its subsidiaries, collectively the "**Group**") hereby announces that, with effect from 14 November 2025, James Andrew McGrah ("**Mr McGrah**") has been appointed as an independent non-executive Director, and a member of the Company's Audit, Remuneration and Nomination Committees.

Mr McGrah, aged 64, has spent over 40 years in corporate and professional management and execution across industries including engineering, environmental consulting, education, technology and sales, in Hong Kong, Saudi Arabia, the United Arab Emirates, and the United Kingdom.

Mr McGrah received his bachelor's degree from Aston University in the United Kingdom, and his master's degree from Illinois State University in the United States. He was formerly a member of management of Fireguard Far East Limited.

Save as disclosed above, Mr McGrah has not held any other directorships in the last three years in any public companies the securities of which are listed on any securities market in Hong Kong or overseas and does not hold any position in the Company or other members of the Group.

Mr McGrah does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr McGrah does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Mr McGrah has entered into a letter of appointment with the Company for an initial term of one year commencing on 14 November 2025, which shall continue thereafter subject to retirement by rotation and re-election at the annual general meeting of the Company at least once every three years pursuant to the articles of the Company (the "**Articles**"), unless and until terminated by either Mr McGrah or the Company by giving notice to the other party in writing.

Mr McGrah shall hold office until the next following annual general meeting of the Company and be eligible for re-election in accordance with the Articles. According to the terms of the appointment, an annual director's fee of not less than HK$50,000 will be payable to Mr McGrah. The remuneration was determined by the Board with reference to his duties and responsibilities as well as his qualifications, experience and the prevailing market conditions and shall be reviewed by the Board and the remuneration committee of the Board from time to time.

Mr McGrah has confirmed that he has met the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

Save as disclosed above, there is no other information that is required to be disclosed pursuant to the requirements set out in Rule 13.51(2) of the Listing Rules and there are no other matters in relation to the above appointment that need to be brought to the attention of the shareholders of the Company.

The Company welcomes Mr McGrah on joining the Board.

By Order of the Board
Vongroup Limited
Wong Wing Cheung
Company Secretary

Hong Kong, 14 November 2025

As at the date of this announcement, the Board comprises two executive Directors, namely Vong Tat Ieong David and Xu Siping; and three independent non-executive Directors, namely Susie Au, Fung Ka Keung David and James Andrew McGrah.

* *For identification purpose only*