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TOP FORM INTERNATIONAL LIMITED

黛麗斯國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 333)

PROPOSED CHANGES OF DIRECTORS AND PROPOSED CHANGES IN COMPOSITION OF BOARD COMMITTEES

RETIREMENT OF DIRECTOR

The board (the “**Board**”) of directors (the “**Director**”) of Top Form International Limited (the “**Company**”, and together with its subsidiaries the “**Group**”) wishes to announce that Mr. Leung Ying Wah, Lambert (“**Mr. Leung**”) will retire as an independent non-executive Director at the conclusion of the annual general meeting of the Company to be held on 3 December 2025 (the “**AGM**”) and will not offer himself for re-election as he has reached retirement age and would like to devote more time to his family. Following his retirement, Mr. Leung will cease to be the chairman of audit committee of the Company (the “**Audit Committee**”) and a member of each of the compensation committee (the “**Compensation Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”).

Mr. Leung has confirmed to the Board that he has no disagreement with the Board and that there is no matter in relation to his retirement that needs to be brought to the attention to the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Mr. Leung has been serving the Board for more than 19 years, the Board would like to take this opportunity to express its sincere gratitude to Mr. Leung for his valuable contributions to the Group during his tenure of office.

* For identification purpose only

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board wishes to further announce that, after considering the recommendation of the Nomination Committee, the Board proposed to appoint Mr. Frederic Robert Francis Lemoine (“**Mr. Lemoine**”) as an independent non-executive Director at the AGM to fill up the vacancy opened from the retirement of Mr. Leung. The proposed appointment of Mr. Lemoine is subject to the approval by the Shareholders at the AGM by way of ordinary resolution and will take effect, if approved, from the conclusion of the AGM. Following to the approval of Mr. Lemoine’s appointment by the Shareholders at the AGM, Mr. Lemoine will take the positions as a member of each of the Audit Committee, Compensation Committee and Nomination Committee.

Mr. Frederic Robert Francis Lemoine, aged 48, is the Chief Supply Chain Officer of Country Road Group, a leading Australian apparel retailer, overseeing all sourcing, production planning and downstream distribution operations. Prior to this, he was the Vice President of Supply Chain Strategy at Gap Inc. and was responsible for modernizing and building new supply chain capabilities. Mr. Lemoine has extensive experience and expertise in strategic sourcing, supply chain transformation, inventory optimization and retail operations improvement across Asia Pacific. He was previously engaged with the Company on a project focusing supply chain planning activities from May 2016 to September 2016.

Mr. Lemoine holds a Master of Business Administration degree in Finance from Imperial Business School College London in the United Kingdom and the Micro-master degree in Supply Chain Management from Massachusetts Institute of Technology in the United States of America. He also obtained a Master of Science degree in Marketing from Leicester University and the Bachelor’s degree (Hons) in International Business from University of Central Lancashire.

Mr. Lemoine will enter into an appointment letter with the Company and will not be appointed for a specific term of service, but he will be subject to retirement by rotation and re-election at the annual general meetings in accordance with the Bye-laws of the Company. Subject to the approval of the Shareholders on proposed appointment of Director at the AGM, Mr. Lemoine will be entitled to a director’s fee of HK\$200,000 per annum, which is determined by the Board based on the recommendation of the Compensation Committee of the Company with reference to his skill, knowledge and experience, duties and responsibilities with the Company and the prevailing market benchmark.

Save as disclosed above, as at the date in this announcement, Mr. Lemoine (i) does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance; (ii) does not hold any other position in the Company and other members of the Group; (iii) does not hold 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; (iv) does not have any relationships with any directors, senior management or substantial or controlling shareholders (as respectively defined in the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange) of the Company; and (v) save as disclosed above, there are no other matters which are required to be brought to the attention of the Shareholders in relation to the appointment.

Mr. Lemoine confirmed that (a) he has met the independence criteria set out in Rule 3.13(1) to (8) of Listing Rules; (b) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) there are no other factors that may affect his independence at the time of his proposed appointment.

Save as disclosed above, the Board is not aware of any other information required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules in relation to the appointment.

A circular containing, among other things, information relating to (i) the appointment of Mr. Lemoine as an independent non-executive Director; and (ii) the notice the AGM together with the proxy form shall be published on the websites of the Company and the Stock Exchange in due course.

The Board would like to extend a warm welcome to Mr. Lemoine for joining the Board.

PROPOSED CHANGES IN COMPOSITION OF THE BOARD COMMITTEES

The Board further announces that, with effect from the conclusion of the AGM:

1. Mr. Leung will cease to be the chairman of Audit Committee and a member of each of the Compensation Committee and the Nomination Committee following his retirement as an independent non-executive Director;
2. Mr. Tai Lun, Paul will be redesignated as the chairman of Audit Committee; and

3. Mr. Lemoine will be appointed, subject to the Shareholders' approval on his proposed appointment at the AGM, as a member of each of the Audit Committee, Compensation Committee and Nomination Committee.

Save as disclosed above, there will be no other changes in the compositions of the Board Committees.

By order of the Board
Top Form International Limited
Wong Chung Chong
Chairman

Hong Kong, 25 September 2025

As at the date of this announcement, the Board comprises Mr. Wong Chung Chong, Mr. Wong Kai Chung, Kevin and Mr. Wong Kai Chi, Kenneth as executive Directors; Mr. Herman Van de Velde and Ms. Lien Van de Velde as non-executive Directors; and Ms. Leung Churk Yin, Jeanny, Mr. Leung Ying Wah, Lambert, Mr. Wang Man Hon, Sidney and Mr. Tai Lun, Paul as independent non-executive Directors.