

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.



亞洲金融集團(控股)有限公司^{*}
ASIA FINANCIAL HOLDINGS LIMITED
Incorporated in Bermuda with limited liability

(Stock Code: 662)

CHANGES OF NON-EXECUTIVE DIRECTOR

The board of directors (the “Board”) of Asia Financial Holdings Limited (the “Company”) hereby announces the following changes of non-executive director (“NED”) with effect from 2 June 2025:

Resignation of Non-executive Director

Mr. KAWAUCHI Yuji (“Mr. Kawauchi”) has resigned as a non-executive director of the Company with effect from 2 June 2025 due to his job relocation to take up a new assignment.

Mr. Kawauchi has confirmed that he has no disagreement with the Board and that he is not aware of any matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Kawauchi for his valuable contributions to the Company during his tenure of office.

Appointment of Non-executive Director

Mr. MORITO Tetsuya has been appointed as a non-executive director of the Company with effect from 2 June 2025. Biographical details of Mr. MORITO Tetsuya is set out below:

Mr. MORITO Tetsuya (“Mr. Morito”), aged 51, is currently the General Manager of Global Strategy Office, M&A of Sampo Holdings, Inc. (a company listed on Japan Stock Exchange) which through its wholly-owned subsidiary, Sampo Japan Insurance Inc. (“Sampo Japan”), currently holds approximately 9.93% shareholding in the Company’s issued share capital. Mr. Morito graduated from Keio University, Bachelor of Arts in Economics in 1996 and in the same year he joined Sampo Japan. Thereafter, Mr. Morito obtained his MBA degree in Strategy & Finance and Master of Science in Finance from University of Maryland and his Master of Science in Knowledge Management from Columbia University. Mr. Morito had served as the President/CEO and board member of Sampo Horizon, LLC. in New York from April 2023 to November 2024. He had been the Head of Corporate Development, US and EMEA from October 2022 to March 2023 and the General Manager, Global Strategy Office, M&A from April 2018 to October 2023 in Sampo Holdings, Inc. in New York. Mr. Morito has nearly 30 years of extensive experience in corporate development, strategic planning including capital strategy, operational leadership, and M&A activities within the insurance and healthcare sectors.

Mr. Morito has not held any directorship in any public listed companies, whether in Hong Kong or overseas, in the last three years. He does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company nor does he has any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

There is currently no service contract entered into between the Company and Mr. Morito for his appointment as a NED of the Company. According to the letter of appointment issued by the Company, the term of Mr. Morito’s service has started from 2 June 2025 until the next following annual general meeting of the Company to be held in 2026 and is eligible for re-election in accordance with the Bye-laws of the Company.

As at the date of this announcement, Mr. Morito will be entitled to receive the annual director’s fee of HK\$80,000 for being a director of the Company. Such fee is payable in proportion to the period of his service in the event the duration of services is for an incomplete year. Such fee was reviewed and recommended by the remuneration committee to the Board which proposed the directors’ fee to shareholders whose approval was obtained at the Company’s annual general meeting held in 2025.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) in respect of Mr. Morito nor are there other matters that need to be brought to the attention of the shareholders of the Company.

For the purpose of complying with Rule 3.09D of the Listing Rules, Mr. Morito has obtained relevant legal advice from a firm of solicitors and has confirmed that he understood his obligations as a director of the Company.

The Board extends its warmest welcome to Mr. Morito to joining the Board.

By Order of the Board
Asia Financial Holdings Limited
CHIANG Yuet Wah Connie
Company Secretary

Hong Kong, 2 June 2025

As at the date of this announcement, the executive directors of the Company are Mr. CHAN Bernard Charnwut (Chairman and President), Mr. TAN Stephen, Mr. WONG Kok Ho; the non-executive directors are Mr. TATEGAMI Susumu, Mr. MORITO Tetsuya; and the independent non-executive directors are Mr. AU YANG Chi Chun Evan, Ms. NGAN Edith Manling and Mr. LI Lu Jen Laurence.

* *For identification purpose only*