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NOMAD TECHNOLOGIES HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8645)

INSIDE INFORMATION DISPOSAL OF SHARES BY SUBSTANTIAL SHAREHOLDER

This announcement is made by Nomad Technologies Holdings Limited (the “**Company**”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

DISPOSAL OF SHARES BY SUBSTANTIAL SHAREHOLDER

The board of directors of the Company (the “**Directors**” and the “**Board**”, respectively) has been informed by Alpha Vision Ventures Limited (“**Alpha Vision**”) on 20 July 2021 (after trading hours) that Alpha Vision has disposed of an aggregate of 112,500,000 shares in the Company (the “**Shares**”) to Worldtone Riches Investment Limited (“**Worldtone Riches**” and the “**Purchaser**”) at a total consideration of approximately HK\$22,500,000 (the “**Disposal**”).

Alpha Vision is beneficially owned by Mr. Foo Moo Teng. Prior to completion of the Disposal, Alpha Vision held 112,500,000 Shares, representing 18.75% of the issued share capital of the Company. Immediately following the Disposal and as at the date of this announcement, Alpha Vision ceased to be a shareholder of the Company.

Upon the completion of the Disposal and as at the date of this announcement, Worldtone Riches holds 112,500,000 Shares, representing 18.75% of the issued share capital of the Company.

INFORMATION OF THE PURCHASER

The Purchaser is an investment holding company incorporated in the British Virgin Islands and is wholly-owned by Mr. Yu Decai (“**Mr. Yu**”), who has been appointed as an Executive Director of the Company on 21 July 2021. Mr. Yu was independent of and not connected or acting in concert (as defined in the Hong Kong Code on Takeovers and Mergers) with any connected person of the Company and its subsidiaries immediately prior to completion of the Disposal.

The Company does not expect that the Disposal to have any significant impact on the operations of the Company and its subsidiaries and the composition of the management of the Company.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

Set out below is the shareholding structure of the Company immediately before and upon completion of the Disposal:

	Shareholding as at the date of this announcement immediately before completion of the Disposal		Shareholding immediately upon completion of the Disposal	
	<i>Number of shares held</i>	<i>Approximate % of shares in issued</i>	<i>Number of shares held</i>	<i>Approximate % of shares in issued</i>
Substantial shareholders				
Advantage Sail Limited	303,750,000	50.625%	303,750,000	50.625%
Robust Cosmos Limited	33,750,000	5.625%	33,750,000	5.625%
Alpha Vision	112,500,000	18.75%	–	–
Worldtone Riches	–	–	112,500,000	18.75%
Public shareholders	<u>150,000,000</u>	<u>25%</u>	<u>150,000,000</u>	<u>25%</u>
Total	<u>600,000,000</u>	<u>100%</u>	<u>600,000,000</u>	<u>100%</u>

Shareholders of the Company and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board
Nomad Technologies Holdings Limited
Dato' Eric Tan Chwee Kuang
Chairman and Executive Director

Malaysia, 21 July 2021

As at the date of this announcement, the Board comprises Dato' Eric Tan Chwee Kuang and Mr. Yu Decai as Executive Directors; and Mr. Chen Youchun, Mr. Lim Peng Chuan Terence and Mr. Phua Cheng Sye Charles as Independent Non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least seven days from the date of its publication. This announcement will also be published on the Company’s website at www.nomad-holdings.com.