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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 Robust Cosmos Limited (“**Robust Cosmos**”) on 28 September 2021 (after trading hours) that Robust Cosmos has disposed of an aggregate of 33,750,000 shares in the Company (the “**Shares**”) to Garden Wealth Limited (“**Garden Wealth**” and the “**Purchaser**”) at a total consideration of HK\$6,750,000 (the “**Disposal**”).

Robust Cosmos is beneficially owned by Ms. Kwong Shir Ling, who is the spouse of Dato’ Eric Tan Chwee Kuang, the Executive Director of the Company. Prior to completion of the Disposal, Robust Cosmos held 33,750,000 Shares, representing 5.625% of the issued share capital of the Company. Immediately following the Disposal and as at the date of this announcement, Robust Cosmos ceased to be a shareholder of the Company.

Upon the completion of the Disposal and as at the date of this announcement, Garden Wealth holds 33,750,000 Shares, representing 5.625% of the issued share capital of the Company.

INFORMATION OF THE PURCHASER

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, the Purchaser is an investment holding company incorporated in the British Virgin Islands and its ultimate beneficial shareholders are Ms. Guo Xingxin (“**Ms. Guo**”) and Mr. Jiangbin (“**Mr. Jiang**”) who indirectly owns 68.4% and 28.6% equity interest in Garden Wealth, respectively. Ms. Guo and Mr. Jiang are merchants and are 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%
Worldtone Riches Investment Limited	112,500,000	18.75%	112,500,000	18.75%
Robust Cosmos	33,750,000	5.625%	–	–
Garden Wealth	–	–	33,750,000	5.625%
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
*Executive Director, Chairman and
Chief Executive Officer*

Malaysia, 28 September 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.