

*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.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company.*

## **NOMAD TECHNOLOGIES HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8645)

### **APPOINTMENT OF THE INDEPENDENT FINANCIAL ADVISER**

This announcement is made pursuant to Rule 2.1 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”). Reference is made to the joint announcement dated 4 January 2022 (the “**Joint Announcement**”) of Nomad Technologies Holdings Limited (the “**Company**”) and Thrive Harvest Limited (the “**Offeror**”) in relation to, among other things, (i) Completion of the sale and purchase agreement in relation to the sale and purchase of the Sale Shares in the Company; and (ii) mandatory unconditional cash offer by Upbest Securities Company Limited for and on behalf of the Offeror to acquire all the issued Shares of the Company (other than those already owned or agreed to be acquired by the Offeror, Mr. Yu Decai and parties acting in concert with any of them). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as defined in the Joint Announcement.

The Board is pleased to announce that Capital 9 Limited, a corporation licensed by the SFC to carry out Type 6 (advising on corporate finance) regulated activity under the SFO, has been appointed as the independent financial adviser of the Company (the “**Independent Financial Adviser**”) to advise the Independent Board Committee in respect of the Offer and, in particular, as to whether the terms of the Offer are fair and reasonable and as to the acceptance of the Offer. Such appointment has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The letter of advice from the Independent Financial Adviser in respect of the Offer will be included in the Composite Document to be despatched to the Independent Shareholders in due course and in compliance with the Takeovers Code.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing with the Shares.**

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

Hong Kong, 10 January 2022

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

*The Directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*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 "Latest Listed Company Information" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) 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](http://www.nomad-holdings.com).*