Morimatsu International Holdings Company Limited
森松國際控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 2155)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND RE-COMPLIANCE WITH THE LISTING RULES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Morimatsu International Holdings Company Limited (the "**Company**") is pleased to announce that Mr. Kuraishi Hideaki ("**Mr. Kuraishi**") was appointed as an independent non-executive Director, a member of the audit committee (the "**Audit Committee**") and a member of the remuneration committee (the "**Remuneration Committee**", together with the Audit Committee, the "**Board Committees**") of the Company, with effect from 23 March 2026.

The biographical details of Mr. Kuraishi are set out below:

Mr. Kuraishi Hideaki (倉石英明), aged 66, obtained a bachelor of laws degree from Kyoto University, Japan, in March 1984 and a master of laws degree from the University of Michigan, the United States, in December 1989.

Mr. Kuraishi has over 35 years of experience in the financial and banking industry. He commenced his career in April 1984 at the Industrial Bank of Japan, Ltd. ("**IBJ**"), where he served until March 2002. During his tenure at IBJ, he held various senior positions, including senior manager and department head at multiple branches and divisions in Japan and the United States. He was mainly responsible for new financial product development, risk analysis and control, and corporate lending.

In April 2002, IBJ merged with two other Japanese banks to form Mizuho Financial Group, Inc. (株式會社みずほファイナンシャルグループ) ("**MFG**"), a company listed on the Tokyo Stock Exchange (stock code: 8411) and the New York Stock Exchange (stock code: MFG). From April 2002 to June 2013, Mr. Kuraishi served in various senior management roles at Mizuho Corporate Bank, Ltd., a subsidiary of MFG, including deputy general manager of the project finance department in Tokyo head office, and executive officer and general manager of the structured finance division in London, UK. From July 2013 to June 2014, he served at Mizuho Bank, Ltd., formerly known as Mizuho Corporate Bank, Ltd., due to the bank's name change.

From July 2014 to June 2020, Mr. Kuraishi served as managing executive officer and head of the international finance group at Aozora Bank, Ltd., a company listed on the Tokyo Stock Exchange (stock code: 8304). From June 2020 to June 2024, he served as a supervisor (statutory auditor) of Penta-Ocean Construction Co., Ltd., a company listed on the Tokyo Stock Exchange (stock code: 1893).

Since June 2024 and as of the date of this announcement, Mr. Kuraishi has been serving as a supervisor of two non-listed companies, namely Kyowa Marine Transportation Co., Ltd. and Nippon Steel Kowa Real Estate Co., Ltd.

Mr. Kuraishi obtained the Certified Internal Auditor qualification from the Institute of Internal Auditors in December 2024 and the Certified Fraud Examiner qualification from the Association of Certified Fraud Examiners in October 2025.

The Company has entered into a letter of appointment with Mr. Kuraishi, with an initial term commencing from 23 March 2026, and ending on 27 June 2027. Mr. Kuraishi is eligible for re-election at the 2026 annual general meeting of the Company. Either party may give the other party 3 months' prior written notice to terminate the letter of appointment. Mr. Kuraishi is entitled to an annual director's remuneration of HK$198,000, which was determined with reference to the prevailing market conditions and director's duties and responsibilities. Mr. Kuraishi's appointment will be subject to retirement and re-election in accordance with the articles of association of the Company.

Mr. Kuraishi has confirmed that (i) his independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); (ii) 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 person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, as at the date of this announcement, Mr. Kuraishi (i) does not hold any position in the Company or any of its subsidiaries; (ii) did not hold directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) does not have other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, senior management or substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company; (v) does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong); and (vi) has no information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (2)(v) of the Listing Rules.

Save as disclosed above, there is no information relating to the appointment of Mr. Kuraishi that needs to be brought to the attention of the shareholders of the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Mr. Kuraishi was appointed as a member of the Audit Committee and a member of the Remuneration Committee, with effect from 23 March 2026.

The Board would like to take this opportunity to express its warm welcome to Mr. Kuraishi for joining the Board.

RE-COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of the Company dated 29 December 2025 in relation to, among other things, the change in the composition of the Board and Board Committees. Following the appointment of Mr. Kuraishi as an independent non-executive Director, a member of the Audit Committee and a member of the Remuneration Committee, the Company has re-complied with requirements of the Listing Rules, namely (i) the minimum number of independent non-executive Directors as required under Rule 3.10(1) of the Listing Rules; (ii) the number of independent non-executive Directors representing at least one-third of the Board as required under Rule 3.10A of the Listing Rules; (iii) the minimum number of members and the composition requirements in the Audit Committee as required under Rule 3.21 of the Listing Rules and the terms of reference of the Audit Committee; and (iv) the composition requirements in the Remuneration Committee as required under Rule 3.25 of the Listing Rules and the terms of reference of the Remuneration Committee.

By order of the Board
Morimatsu International Holdings Company Limited
Nishimatsu Koei
Chief executive officer and executive Director

Hong Kong, 23 March 2026

As at the date of this announcement, the executive Directors are Mr. Nishimatsu Koei, Mr. Hirazawa Jungo, Mr. Tang Weihua, Mr. Sheng Ye and Mr. Kawashima Hirotaka; the non-executive Director is Mr. Matsuhisa Terumoto; and the independent non-executive Directors are Ms. Chan Yuen Sau Kelly, Mr. Yu Jianguo and Mr. Kuraishi Hideaki.

This announcement is available for viewing on the Company's website at www.morimatsu-online.com and the Stock Exchange's website at www.hkexnews.hk.