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## **Pizu Group Holdings Limited**

### **比優集團控股有限公司**

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

(Stock Code: 8053)

### **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board announces that

- (1) with effect from 30 November 2021, Ms. Zhang Lin has resigned as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee, and
- (2) with effect from 1 December 2021,
  - (i) Ms. Liu Talin has resigned as an independent non-executive director, member of audit committee and remuneration committee, and chairperson of nomination committee;
  - (ii) Ms. Zhang Jinghua has been appointed as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee, and
  - (iii) Mr. Ha Suoku has been appointed as an independent non-executive director, chairperson of nomination committee, and member of audit committee and remuneration committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Pizu Group Holdings Limited (the “**Company**”) is pleased to announce that:

#### **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board of the Directors of the Company announces that Ms. Zhang Lin has resigned as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee with effect from 30 November 2021 due to her focus on other personal commitments.

The Board of the Directors of the Company also announces that Ms. Liu Talin has resigned as an independent non-executive director, member of audit committee and remuneration committee, and chairperson of nomination committee with effect from 1 December 2021 due to her focus on other personal commitments.

Ms. Zhang Lin and Ms. Liu Talin have confirmed that they have no disagreement with the Board and there is no matter in relation to their resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Ms. Zhang Lin and Ms. Liu Talin for their valuable contribution to the Company during their tenure of office.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

### **Ms. Zhang Jinghua**

Ms. Zhang Jinghua (“**Ms. Zhang**”) has been appointed as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee of the Company with effect from 1 December 2021.

Ms. Zhang, age 46, graduated from Georgia State University in May 2000 with a Master Degree in Accounting. She was licensed as a certified public accountant (inactive) in Richmond VA, the United States from October 2002. She has over 20 years of financial management experience.

Ms. Zhang did not hold any directorship in any listed public companies in the past three years.

Ms. Zhang has been appointed as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee for three years commencing from 1 December 2021. Such appointment is subject at all times to Articles of Association of the Company (“**Articles**”). Pursuant to Articles 86(3), Ms. Zhang’s tenure as director will end at the coming Annual General Meeting, but she will be eligible for re-election. Under the service agreement entered into between the Company and Ms. Zhang, she is entitled to annual director’s fees of HK\$120,000 for her appointment as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee of the Company. Such remuneration has been determined by reference to her roles and responsibilities and prevailing market conditions. Save for the above fees, Ms. Zhang is not entitled to any other emolument for holding her office as the post.

Ms. Zhang does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”)) of the Company.

As at the date of this announcement, Ms. Zhang does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of laws of Hong Kong).

Save as disclosed herein, Ms. Zhang does not hold any other positions with the Company or members of the Group, there is no other information which is required to be disclosed pursuant to any of the requirements of Rule 17.50(2) (including, but not limited to paragraphs (h) to (v) thereunder) of the GEM Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Board of the Company would like to take this opportunity to welcome Ms. Zhang to join the Board as an independent non-executive director, chairperson of audit committee and remuneration committee and a member of nomination committee.

### **Mr. Ha Suoku**

Mr. Ha Suoku (“**Mr. Ha**”) has been appointed as an independent non-executive director, chairperson of nomination committee, a member of audit committee and remuneration committee of the Company with effect from 1 December 2021.

Mr. Ha, age 48, graduated from Department of Economics, Inner Mongolia University in July 1994. He has over 20 years of securities and futures investment experience.

Mr. Ha did not hold any directorship in any listed public companies in the past three years.

Mr. Ha has been appointed as an independent non-executive director, chairperson of nomination committee, a member of audit committee and remuneration committee of the Company for three years commencing from 1 December 2021. Such appointment is subject at all times to the Articles. Pursuant to Articles 86(3), Mr. Ha’s tenure as director will end at the coming Annual General Meeting, but he will be eligible for re-election. Under the service agreement entered into between the Company and Mr. Ha, he is entitled to annual director’s fees of HK\$120,000 for his appointment as an independent non-executive director, chairperson of nomination committee, a member of audit committee and remuneration committee of the Company. Such remuneration has been determined by reference to his roles and responsibilities and prevailing market conditions. Save for the above fees, Mr. Ha is not entitled to any other emolument for holding his office as the post.

Mr. Ha does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the GEM Listing Rules) of the Company.

As at the date of this announcement, Mr. Ha does not have any interest in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of laws of Hong Kong).

Save as disclosed herein, Mr. Ha does not hold any other positions with the Company or members of the Group, there is no other information which is required to be disclosed pursuant to any of the requirements of Rule 17.50(2) (including, but not limited to paragraphs (h) to (v) thereunder) of the GEM Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Board of the Company would like to take this opportunity to welcome Mr. Ha to join the Board an independent non-executive director, chairperson of nomination committee, a member of audit committee and remuneration committee of the Company.

By order of the Board  
**Pizu Group Holdings Limited**  
**Mr. Xiong Zeke**  
*Chairman*

Hong Kong, 1 December 2021

*As at the date of this announcement, the Board comprises nine Directors. The executive Directors are Mr. Xiong Zeke (Chairman), Mr. Ma Tianyi (Chief Executive Officer), Mr. Liu Fali (Chief Operating Officer), Mr. Ma Gangling, Ms. Qin Chunhong and Ms. Ma Ye; and the independent non-executive Directors are Ms. Yao Yunzhu, Ms. Zhang Jinghua and Mr. Ha Suoku.*

*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 and on the Company’s website at [www.pizugroup.com](http://www.pizugroup.com).*