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**SHANGHAI JIAODA WITHUB
INFORMATION INDUSTRIAL COMPANY LIMITED***

上海交大慧谷信息產業股份有限公司

(a joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock Code: 8205)

RESIGNATION AND PROPOSED APPOINTMENT OF DIRECTORS

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “Board”) of directors (the “Directors”) of 上海交大慧谷信息產業股份有限公司 (Shanghai Jiaoda Withub Information Industrial Company Limited*) (the “Company”, together with its subsidiaries, collectively, the “Group”) announces that Mr. Chen Guoliang (“Mr. Chen”) resigned as an executive Director due to other business commitment with effect from 20 June 2023.

Mr. Chen has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange. The Board would like to take this opportunity to thank Mr. Chen for his contribution to the Company during his tenure of office.

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board nominated Mr. Sun Jingchen (“Mr. Sun”) as a candidate for executive Director. Mr. Sun is neither an existing executive Director nor an independent non-executive Director and he has consented to be nominated as a candidate.

Mr. Sun Jingchen (“Mr. Sun”), aged 40, graduated from Shanghai University with a bachelor’s degree in accounting in 2018. Mr. Sun is an intermediate accountant and an intermediate economist. Mr. Sun has more than 15 years of financial work experience, and has worked as a financial manager in a large state-owned enterprise for more than 10 years, and understands the overall accounting process. Mr. Sun is familiar with accounting computerized software operation, financial software, SAP system. Mr. Sun is responsible for the company’s budget management, analysis and evaluation, and performance evaluation.

Mr. Sun is familiar with relevant national accounting standards and policies and regulations, and has good learning ability, independent working ability and financial analysis ability. Serious and down-to-earth work, strong ability to independently analyze and solve problems, and strong teamwork ability. In 2013 and 2014, Mr. Sun was awarded the Advanced Individual Award for Statistical Work by Shanghai Pudong New Area Statistics Bureau for two consecutive years. From 2010 to 2019, Mr. Sun was awarded four times of outstanding teams and two times of outstanding employee.

The term of Mr. Sun in the Company will be three years from 20 June 2023. Mr. Sun will not enter into any service contract with the Company and he is and will not be entitled to receive any salary or other remuneration and/or benefits as a Director. The Board is not aware that there are any other matters that need to be brought to the attention of shareholders in respect of the proposed appointment of Mr. Sun.

Save as disclosed above, Mr. Sun did not hold any directorship in other listed companies in Hong Kong or overseas for last three years and he does not hold any other position in the Group. Mr. Sun does not have any relationship with any other Directors, supervisors, chief executives, senior management, substantial shareholders, controlling shareholders or management shareholders of the Company or any of its subsidiaries or close associate of any of them. As at the date of this announcement, he does not have interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Saved as disclosed above, there is no other information to be disclosed pursuant to the requirements of the Rule 17.50(2)(h) to (v) of the GEM Listing Rules concerning the proposed appointment of Mr. Sun.

In accordance with the provisions of the articles of association of the Company, the above proposed appointment of the director is subject to the approval of the shareholders at the forthcoming annual general meeting (“AGM”). A relevant resolution (as set out in the circular and the notice of the AGM to be despatched in due course) will be submitted to the AGM by way of ordinary resolution to be approved by the shareholders.

By Order of the Board
Shanghai Jiaoda Withub Information Industrial Company Limited*
Chang Jiang
Chairman

Shanghai, the PRC, 24 April 2023

As at the date of this announcement, the Board consists of:

Executive directors

Chang Jiang, Shuai Ge, Shang Ling,
Hu Lunjie, Gu Xiaomin and Chen Guoliang

Independent non-executive directors

Yuan Shumin, Liu Feng and Zhou Guolai

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange 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 HKEx website at www.hkexnews.hk for at least 7 days from the date of its posting and on the website of the Company at <http://www.withub.com.cn>.

* For identification purpose only