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## **Kingwisoft Technology Group Company Limited**

### **金慧科技集團股份有限公司**

*(formerly known as ZZ Technology Group Company Limited 中植科技集團股份有限公司)*

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

**(Stock Code: 08295)**

## **APPOINTMENT OF EXECUTIVE DIRECTORS AND CHIEF EXECUTIVE OFFICER**

References are made to (i) the joint announcements dated 26 July 2023, 28 August 2023, 18 September 2023, 3 October 2023 and 24 October 2023; and (ii) the composite document dated 3 October 2023 (the “**Composite Document**”) jointly issued by NINEGO Corporation (the “**Offeror**”) and Kingwisoft Technology Group Company Limited 金慧科技集團股份有限公司 (the “**Company**”, together with its subsidiaries, the “**Group**”) in relation to, among other things, the voting rights entrustment deed dated 28 August 2023 and entered into by and among Zhong Zhi Xin Zhuo Capital Company Limited, Kang Bang Qi Hui (HK) Company Limited and Mr. Hu Shilong (“**Mr. HU**”) and the unconditional mandatory cash offer by Opus Securities Limited, for and on behalf of the Offeror, to acquire all the issued shares of the Company (other than those already owned and/or agreed to be acquired by the Offeror, its ultimate beneficial owners and parties acting in concert with any of them) (the “**Offer**”). Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Composite Document.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that:

- (i) Mr. HU has been appointed as an executive Director and the chief executive officer of the Company with effect from 7 November 2023; and
- (ii) Ms. ZHOU Fang (“**Ms. ZHOU**”) has been appointed as an executive Director of the Company with effect from 7 November 2023.

The biographical details of Mr. HU and Ms. ZHOU are set out as follows:-

**Mr. HU Shilong**

Mr. HU, aged 42, is the sole director of the Offeror and a director of KingNine Holdings Limited and DaLian Kingwisoft Technology Co., Ltd.\* (大連金慧融智科技股份有限公司) (“**DaLian Kingwisoft**”). He is also a shareholder holding approximately 32.91% shareholding interest in DaLian Kingwisoft as at the date of this announcement. He joined DaLian Kingwisoft in January 2014 and has acted as the legal representative since October 2015. Prior to joining DaLian Kingwisoft, Mr. HU served as the manager of operating centre of Shanghai Hewlett-Packard Co., Ltd. (Dalian Branch)\* (上海惠普有限公司(大連分公司)) from July 2004 to September 2008. From September 2008 to November 2013, Mr. HU served as the China regional sales director of Neusoft Cloud Technology Co., Ltd.\* (東軟雲科技有限公司) (previously known as Neusoft IT Service Co., Ltd.\* (東軟信息技術服務有限公司)).

In 2019, Mr. HU was included as a scientific and technological innovation and entrepreneurship talent in the Innovative Talents Promotion Program of the Ministry of Science and Technology of the People’s Republic of China. Mr. HU was honoured as an Excellent Entrepreneur in Liaoning Province in 2020 and one of the 20th anniversary Outstanding Entrepreneur in Liaoning’s Software Industry. In 2022, Mr. HU was honoured as a leading talent in China’s digital services and service outsourcing, and a high-level talent (leading talent) in Dalian city. He has more than a decade of marketing and management experience in multinational IT companies. Mr. HU obtained his bachelor’s degree in Japanese from Liaoning Normal University in 2004.

Mr. HU has entered into a service agreement with the Company for an initial term of three years commencing from 7 November 2023 subject to termination in certain circumstances as stipulated in the service agreement. Mr. HU’s remuneration is RMB960,000 per annum. Pursuant to the second amended and restated articles of association of the Company (the “**Articles of Association**”), Mr. HU shall hold office until the forthcoming annual general meeting of the Company and be eligible for re-election.

As at the date of this announcement, Mr. HU (through the Offeror which is held as to 40.60% by Mr. HU and 59.40% by Ms. Liu, who is the spouse of Mr. Hu, and by virtue of the Voting Rights Entrustment Deed) controls the voting rights of 3,078,284,462 Shares, representing approximately 64.45% of all the issued Shares as at the date of this announcement. For further details of the Voting Entrustments and the Offer, please refer to the Composite Document.

Save as disclosed above and as at the date of this announcement, Mr. HU (i) does not hold any other positions with the Company or other members of the Group; (ii) has no relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; (iii) has no interest in the shares or underlying shares of the Company and/or the associated corporations of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”); (iv) has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (v) there is no information in relation to his appointment which is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules or any other matter that needs to be brought to the attention of the shareholders of the Company.

### **Ms. ZHOU Fang**

Ms. ZHOU, aged 39, is holding approximately 9.47% shareholding interest in DaLian Kingwisoft through FUNGHWA Ltd. (“**FUNGHWA**”) (which is wholly owned by Ms. ZHOU) as at the date of this announcement. She has been the president of Dalian Kingwisoft since November 2013. Prior to joining DaLian Kingwisoft, Ms. ZHOU served as the assistant to the China regional sales director of Neusoft Cloud Technology Co., Ltd.\* (東軟雲科技有限公司) (previously known as Neusoft IT Service Co., Ltd.\* (東軟資訊技術服務有限公司)) from December 2009 to December 2013. From May 2007 to December 2009, Ms. ZHOU served as the head of business department of DaLian First HI-TE.Enterprise H.R. Service Co., Ltd.\* (大連弗斯特高新人才發展管理有限公司). Ms. ZHOU obtained her Executive MBA from Guanghua School of Management, Peking University in 2021.

Ms. ZHOU has entered into a service agreement with the Company for an initial term of three years commencing from 7 November 2023 subject to termination in certain circumstances as stipulated in the service agreement. Ms. ZHOU’s remuneration is of RMB960,000 per annum. Pursuant to the Articles of Association, Ms. ZHOU shall hold office until the forthcoming annual general meeting of the Company and be eligible for re-election.

As at the date of this announcement, Mr. ZHOU (through FUNGHWA) is interested in 113,560,919 shares of the Company.

Save as disclosed above and as at the date of this announcement, Ms. ZHOU (i) does not hold any other positions with the Company or other members of the Group; (ii) has no relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) has no interest in the

shares or underlying shares of the Company and/or the associated corporations of the Company within the meaning of Part XV of the SFO; (iv) has not held any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; and (v) there is no information in relation to his appointment which is required to be disclosed pursuant to Rule 17.50(2) of the GEM Listing Rules or any other matter that needs to be brought to the attention of the shareholders of the Company.

The Board would like to express its warm welcome to Mr. HU and Ms. ZHOU for joining the Board and the Group.

By order of the Board  
**Kingwisoft Technology Group Company Limited**  
金慧科技集團股份有限公司  
**QIU Xiaojian**  
Chairman

Hong Kong, 7 November 2023

*As at the date of this announcement, the executive Directors are Mr. QIU Xiaojian (Chairman), Mr. LI Xiang, Mr. HU Shilong and Ms. ZHOU Fang; and the independent non-executive Directors are Mr. Stephen MARKSCHEID, Mr. ZHANG Weidong, Mr. ZENG Liang and Mr. WANG Li.*

*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 website of GEM at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its publication and on the website of the Company at [www.kwtech-group.com](http://www.kwtech-group.com).*