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**Shanyu Group Holdings Company Limited**
**善裕集團控股有限公司**
*(incorporated in the Cayman Islands with limited liability)*
**(Stock Code: 8245)**

# APPOINTMENT OF DIRECTORS AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

## APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Shanyu Group Holdings Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that with effect from 8 September 2025, Mr. Chu Wai Biu ("**Mr. Chu**") has been appointed as an executive Director of the Company.

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

Mr. Chu, aged 52, has been the Chairman of the Hong Kong Internet & e-Commerce Association since 2015. He has over 20 years of experience in system development, project management, and internet technology management. He was the Chief Engineer at Acer Computer (Far East) Co. Ltd, where he managed the R&D of the consumer product line of personal computers. He was employed at PCCW Media Ltd, overseeing several digital platforms, including advertising, CRM, a paid TV platform, and development centers in various cities in China for 10 years. He is currently a co-founder and executive director of Vizz Group (Holdings) Limited and a director of the Dialogue in the Dark (HK) Foundation.

Mr. Chu obtained a Bachelor's degree in Business Administration from Lingnan University in 1996 and a Master's degree in Business (Information Technology) from Curtin University of Technology in 2011.

Mr. Chu has entered into a service agreement with the Company for a term of two years and will continue thereafter until terminated by either party serving not less than one month's written notice to the other party. Pursuant to the appointment letter, Mr. Chu is entitled to a director's emolument of HK$10,000 per annum. Such fee is determined by reference to the Company's remuneration policy and will be subject to review by the remuneration committee of the Company from time to time. His appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Chu did not (1) hold any positions in other members of the Group; (2) hold any directorship in other listed public companies in Hong Kong or overseas during the past three years; (3) hold other major appointments and professional qualifications; (4) have any relationships with any other Directors, senior management or substantial or controlling shareholders of the Company; and (5) have any interest in the shares, underlying shares or debentures of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and he is not aware of any other matters that need to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

Save as disclosed above, the Company considers that in relation to the proposed appointment of Mr. Chu as an executive Director, there is no other information that should be disclosed pursuant to Rule 17.50(2) of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "**GEM Listing Rules**") and there are no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board also announces that with effect from 8 September 2025, Ms. Chow Ching Man ("**Ms. Chow**") has been appointed as an independent non-executive Director of the Company, member of the Remuneration Committee, Audit Committee and Nomination Committee of the Board.

The biographical details of Ms. Chow are set out below:

Ms. Chow, aged 40, has approximately 8 years of experiences working in various banks in Hong Kong and Singapore. Ms. Chow has also worked in the taxation team at KPMG Taiwan. Additionally, Ms. Chow served as an independent non-executive director of Huakang Biomedical Holdings Company Limited (stock code: 8622.hk) from August 2023 to January 2025.

Ms. Chow graduated from the National University of Singapore in 2006 with a Bachelor of Social Science degree in Psychology.

Ms. Chow has entered into an appointment letter with the Company for an initial term of two years and will continue thereafter until terminated by either party serving not less than one month's written notice to the other party. Pursuant to the appointment letter, Ms. Chow is entitled to a director's emolument of HK$60,000 per annum. Such fee is determined by reference to the Company's remuneration policy and will be subject to review by the remuneration committee of the Company from time to time. Save as disclosed above, Ms. Chow is not expected to receive any other remuneration for holding her office as an independent non-executive Director.

In accordance with the articles of association of the Company, Ms. Chow will hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. Ms. Chow will be subject to rotation requirements as contained in the articles of association of the Company and shall retire from office by rotation at least once every three years.

Save as disclosed above, as at the date of this announcement, Ms. Chow (i) does not hold any other position in the Company and other members of the Group; (ii) did not hold any other directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not possess any other major appointments or professional qualifications; (iv) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; and (v) does not have any interests in the shares of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Ms. Chow has confirmed that she has met the independence criteria set out in Rule 5.09 of GEM Listing Rules. Save as disclosed above, the Board is not aware of any information which is disclosable nor is/was Ms. Chow involved in any of the matters required to be disclosed pursuant to any of the requirements under Rules 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters concerning Ms. Chow that need 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 welcome Mr. Chu and Ms. Chow for joining the Company.

By Order of the Board of
**Shanyu Group Holdings Company Limited**
**Wong Ming Kwan Victoria**
*Executive Director*

Hong Kong, 8 September 2025

*As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Yeung Shing Wai, Ms. Wong Ming Kwan Victoria and Mr. Chu Wai Biu; and four independent non-executive Directors, namely Mr. Choi Pun Lap, Ms. Ip Sin Nam, Mr. Yu Lap Pan and Ms. Chow Ching Man.*

*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 the Exchange at www.hkexnews.hk for at least seven days from the day of its publication. This announcement will also be published on the Company's website at www.shanyugroup.com.*