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## **Yunhong Guixin Group Holdings Limited**

**運鴻硅鑫集團控股有限公司**

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

**(Stock Code: 8349)**

### **(1) RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR (2) CHANGE OF COMPOSITION OF BOARD COMMITTEES AND (3) NON-COMPLIANCE WITH THE GEM LISTING RULES**

#### **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Yunhong Guixin Group Holdings Limited (the “**Company**”) announces that Mr. Wen Peng (文鵬) (“**Mr. Wen**”) has resigned as an independent non-executive Director with effect from 2 December 2025 in order to devote more time on his other business commitments. Mr. Wen has also ceased to be the chairperson of the nomination committee of the Company (the “**Nomination Committee**”), a member of each of the remuneration committee (the “**Remuneration Committee**”), the audit committee (the “**Audit Committee**”) and the risk management committee of the Company with effect from the same date.

Mr. Wen has confirmed that he has no disagreements with the Board, and there are no other matters relating to his 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 Mr. Wen for his valuable contribution to the Company during his tenure of office.

#### **NON-COMPLIANCE WITH THE GEM LISTING RULES**

Rules 5.05 and 5.05A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of the Stock Exchange provide that the board of directors of a listed issuer must include at least three independent non-executive directors and these independent non-executive directors must represent at least one-third of the board. Rule 5.28 of the GEM Listing Rules provides that the audit committee shall comprise at least three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise, while Rules 5.34 and 5.36A require that the remuneration committee and nomination committee shall comprise a majority of independent non-executive directors.

Following the resignation of Mr. Wen, the Company has failed to comply with the requirements as set out in Rules 5.05, 5.05A, 5.28, 5.34 and 5.36A of the GEM Listing Rules.

In order to ensure compliance with the GEM Listing Rules, the Company will make its best endeavour to identify a suitable candidate to fill the casual vacancy of the Board and appoint appropriate person to the Audit Committee, Remuneration Committee and Nomination Committee, as soon as practicable and, in any event, within three months pursuant to Rules 5.06, 5.33, 5.36 and 5.36C of the GEM Listing Rules. Further announcement(s) will be made in this regard as and when appropriate in accordance with the requirements of the GEM Listing Rules.

By order of the Board  
**Yunhong Guixin Group Holdings Limited**  
**Li Yubao**  
*Chairman*

Hong Kong, 3 December 2025

*As at the date of this announcement, the executive Directors are Mr. Li Yubao, Ms. Zhang Yaping and Ms. Shi Dongying; and the independent non-executive Directors are Ms. Long Mei and Mr. Ng Sai Leung.*

*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 Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Listed Company Information" page for 7 days from the date of its publication and on the website of the Company at [www.nantongrate.com](http://www.nantongrate.com).*