**Ziyuanyuan Holdings Group Limited**
**紫元元控股集團有限公司**
*(Incorporated in the Cayman Islands with limited liability)*
**(Stock Code: 8223)**

# CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

# AND

# CHANGE OF COMPOSITION OF BOARD COMMITTEE

## RESIGNATION OF INDEPENDENT NON- EXECUTIVE DIRECTOR

The Board (the "**Board**") of directors (the "**Directors**") of Ziyuanyuan Holdings Group Limited (the "**Company**") together with its subsidiaries (collectively the "**Group**") hereby announces that Mr. Chan Chi Fung Leo ("**Mr. Chan**") has tendered his resignation as an independent non-executive Director of the Company with effect from 12 June 2026 as he needs to devote more time to his other business engagements.

Mr. Chan has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Chan for his contributions to the Company during his tenure of office.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce the appointment of Mr. Yang Kun ("**Mr. Yang**") as an independent non-executive Director of the Company with effect from 12 June 2026.

The biographical details of Mr. Yang are set out as follows:

Mr. Yang, aged 36, has approximately 13 years of experience in the fields of finance and accounting. Prior to joining the Group, from May 2023 to the present, Mr. Yang has been serving as an executive director and vice president of China International Corporate Management Limited. From March 2021 to May 2023, he served as the chief financial officer of Shenzhen Jinfuzi Network Technology Co., Ltd. From January 2019 to February 2021, he served as a senior financial manager& risk control of Shenzhen Elitimes Fund Management Co., Ltd.. From July 2013 to January 2019, Mr. Yang worked as asenior auditor at Deloitte and ShineWing CPA Firm (Guangzhou).

Mr. Yang obtained a Bachelor's degree in Accounting from Hunan University of Technology and Business in July 2013 and a Master's degree in Professional Accounting from Jinan University in July 2021. Mr.Yang has been certified as a Certified Public Accountant in the PRC by the Certified Public Accountant Examination Committee of the Ministry of Finance in December 2019.

Mr. Yang has entered into a letter of appointment with the Company with effect from 12 June 2026 for an initial term of three years, he is subject to retirement by rotation in accordance with the articles of association of the Company and the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the "**GEM Listing Rules**"). Pursuant to the Articles of Association, Mr. Yang shall hold office only until the first general meeting of the Company and shall then be eligible for re-election at such meeting. Mr. Yang is entitled to an annual salary of HK$100,000, which has been determined by the Board with reference to his duties, responsibilities and experience, and the prevailing market conditions.

Mr. Yang confirms that (i) he is independent with regard to the independent criteria under Rule 5.09 of the GEM Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as such term is defined in the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect the his independence at the time of his appointment. With the recommendation of the Nomination Committee, the Board considers that Mr. Yang is independent and satisfies all the independence criteria under Rule 5.09 of the GEM Listing Rules.

Save as disclosed above, Mr. Yang (i) does not hold any other position with the Company or its subsidiaries; (ii) does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) did not hold any other directorships in the last three years up to the date of this announcement in listed public companies in Hong Kong or overseas; and (iv) does not have other interest in shares, underlying shares or debentures of the Company or any associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Save as disclosed above, there is no other matter concerning the appointment of Mr. Yang that is required to be brought to the attention of the shareholders of the Company, nor is there other information that is required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules.

The Board wishes to express its warmest welcome to Mr. Yang for joining the Board.

## CHANGE OF COMPOSITION OF BOARD COMMITTEE

The Board hereby announces that with effect from 12 June 2026:

(i) following the resignation of Mr. Chan as an independent non-executive Director, he has ceased to act as the chairman of the Audit Committee of the Company, a member of the Remuneration Committee of the Company and a member of the Nomination Committee of the Company;

(ii)Mr. Yang Kun has been appointed as the chairman of the Audit Committee; and

(iii) Mr. Hu Tao has been appointed as a member of the Nomination Committee and a member of the Remuneration Committee.

By order of the Board
**Ziyuanyuan Holdings Group Limited**
**Zhang Junshen**
*Chairman and Chief Executive Officer*

Hong Kong, 12 June 2026

*As at the date of this announcement, the executive Directors are Mr. Zhang Junshen (Chairman and Chief Executive Officer) and Mr. Tian Zhiwei, the non-executive Directors is Ms. Li Xinpei, the independent non-executive Directors are Dr. Deng Bin and Mr. Hu Tao and Mr. Yang Kun.*