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UJU HOLDING LIMITED

优矩控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 1948)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS, CHANGE OF COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of UJU HOLDING LIMITED (the “**Company**”) hereby announces the following changes with effect from October 8, 2024:

- (1) Mr. Zhang Peiao (張培驚先生) will cease to serve as an independent non-executive Director, and a member of the Audit Committee, the Remuneration Committee and the Nomination Committee upon expiration of his current term of appointment;
- (2) Ms. Lin Ting (林霆女士) will cease to serve as an independent non-executive Director, the chairman of the Remuneration Committee, and a member of the Audit Committee and the Nomination Committee upon expiration of her current term of appointment;
- (3) Mr. Wang Wenping (王文平先生) will cease to serve as an independent non-executive Director, the chairman of the Audit Committee, and the member of the Remuneration Committee and the Nomination Committee upon expiration of his current term of appointment;
- (4) Mr. Wang Gao (王高先生) will be appointed as an independent non-executive Director, and a member of the Audit Committee, the Remuneration Committee and the Nomination Committee;
- (5) Mr. Ye Fei (葉菲先生) will be appointed as an independent non-executive Director, the chairman of the Remuneration Committee, and a member of the Audit Committee and the Nomination Committee; and
- (6) Ms. Song Yi (宋屹女士) will be appointed as an independent non-executive Director, the chairman of the Audit Committee, and the member of the Remuneration Committee and the Nomination Committee.

EXPIRATION OF TERMS OF APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Zhang Peiao (張培鷺先生) (“**Mr. Zhang**”), Ms. Lin Ting (林霆女士) (“**Ms. Lin**”) and Mr. Wang Wenping (王文平先生) (“**Mr. Wang**”) will cease to serve as independent non-executive Directors with effect from October 8, 2024 upon expiration of their respective current term of appointment as set out in their letters of appointment, due to their future career development and work planning.

Mr. Zhang, Ms. Lin and Mr. Wang have confirmed that they have no disagreement with the Board and there is no other matter in relation to their retirements of offices that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Board would like to express its sincere gratitude to Mr. Zhang, Ms. Lin and Mr. Wang for their contribution to the Company during their terms of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wang Gao (王高先生), Mr. Ye Fei (葉菲先生) (“**Mr. Ye**”) and Ms. Song Yi (宋屹女士) (“**Ms. Song**”) will be appointed as independent non-executive Directors with effect from October 8, 2024.

The biographical details of Mr. Wang Gao are as follows:

Mr. Wang Gao, aged 59, is currently the professor of marketing, the professor of Baosteel Chair in marketing, and the associate dean at China Europe International Business School (中歐國際工商學院) (the “**CEIBS**”). From 2002 to 2008, Mr. Wang Gao was the associate professor and the deputy of the Marketing Department under the School of Economics and Management of Tsinghua University. From 2001 to 2002, Mr. Wang Gao was the manager of Strategy and Analysis Department of Minute Maid Branch under the Coca-Cola Company in the United States. From 1998 to 2001, he was the senior consultant of the Information Resources Limited of the United States.

Mr. Wang Gao acquired a bachelor’s degree in demography from Renmin University of China (中國人民大學) in May 1988, obtained a master’s degree of Social Science from Yale University in May 1994, and a doctorate’s degree of Sociology from Yale University in May 1998.

Mr. Wang Gao has been an independent non-executive director of Smoore International Holdings Limited, a company listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 6969) since June 2023, an independent director of Kuaijishan Shaoxing Rice Wine Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 601579) since February 2023, an independent director of Shanghai Phoenix Enterprise (Group) Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 600679) since February 2022, and an independent non-executive director of Gome Retail Holdings Limited, a company listed on the Stock Exchange (stock code: 00493) since June 2015.

Mr. Wang Gao was an independent director of Canature Health Technology Group Co., Ltd., a company listed on the Shenzhen Stock Exchange (stock code: 300272) from February 2018 to February 2024, an independent non-executive director of Yunji Inc., a company listed on the NASDAQ (stock code: YJ) from May 2019 to May 2023, an independent director of Sineng Electric Co., Ltd., a company listed on the Shenzhen Stock Exchange (stock code: 300827) from November 2015 to October 2021, and an independent director of Anhui Gujing Distillery Company Limited, a company listed on the Shenzhen Stock Exchange (stock code: 000596) from June 2014 to June 2020.

Save as disclosed above, Mr. Wang Gao neither holds any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualification, nor does he hold any other position with the Company and other members of the Group.

Mr. Wang Gao has entered into a letter of appointment with the Company with a term of three years. Pursuant to Article 112 of the third amended and restated articles of association of the Company (the “**Articles of Association**”), Mr. Wang Gao shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. Mr. Wang Gao is entitled to receive a director’s fee of RMB180,000 per annum pursuant to his letter of appointment which was determined by the Board based on the recommendation of the remuneration committee of the Company and with reference to the duties and responsibilities to be undertaken by him.

As of the date of this announcement, Mr. Wang Gao has confirmed that (i) he meets the independence guidelines as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) as of the date of this announcement, there are no other factors that may affect his independence; and (iii) he does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is he connected with any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Mr. Wang Gao to be independent.

As of the date of this announcement, Mr. Wang Gao does not have any relationship with any Directors, senior management, substantial or controlling Shareholders (as defined in the Listing Rules) and he does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to Mr. Wang Gao that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Wang Gao that needs to be brought to the attention of the Shareholders.

The biological details of Mr. Ye are as follows:

Mr. Ye, aged 45, is currently a senior partner of Nanjing office of Jincheng Tongda & Neal (北京金誠同達 (南京) 律師事務所). From May 2004 to August 2011, Mr. Ye was a lawyer at Jiangsu Yongheng Law Firm* (江蘇永衡律師事務所). From August 2002 to May 2004, Mr. Ye held a position at the People's Court of Gulou District in Xuzhou City, Jiangsu Province (江蘇省徐州市鼓樓區人民法院).

Mr. Ye is currently the deputy director of Science and Technology Innovation and Industry Chain Legal Service Working Committee of Jiangsu Lawyers Association* (江蘇省律師協會科技創新與產業鏈法律服務工作委員會), the vice president of Jiangsu New Social Classes Association's Intermediary Organization Practitioners Branch* (江蘇省新的社會階層人士聯誼會中介組織從業人員分會), the deputy director of the Social and Legal Affairs Committee of the Democratic Construction Association of the Jiangsu Provincial Committee* (民建江蘇省委社會法制委員會) and a member of the 12th Committee of the Jiangsu Provincial Youth Federation (江蘇省青年聯合會第十二屆委員會).

Mr. Ye obtained a master's degree in business administration from Nanjing University in December 2019.

Save as disclosed above, Mr. Ye neither holds any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualification, nor does he hold any other position with the Company and other members of the Group.

Mr. Ye has entered into a letter of appointment with the Company with a term of three years. Pursuant to Article 112 of the Articles of Association, Mr. Ye shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. Mr. Ye is entitled to receive a director's fee of RMB72,000 per annum pursuant to his letter of appointment which was determined by the Board based on the recommendation of the remuneration committee of the Company and with reference to the duties and responsibilities to be undertaken by him.

As of the date of this announcement, Mr. Ye has confirmed that (i) he meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) as of the date of this announcement, there are no other factors that may affect his independence; and (iii) he does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is he connected with any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Mr. Ye to be independent.

As of the date of this announcement, Mr. Ye does not have any relationship with any Directors, senior management, substantial or controlling Shareholders (as defined in the

Listing Rules) and he does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to Mr. Ye that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to the appointment of Mr. Ye that needs to be brought to the attention of the Shareholders.

The biological details of Ms. Song are as follows:

Ms. Song, aged 42, is currently the vice investment president of Valuable Asset Management Limited (華盛資產管理有限公司), a licensed corporation under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) to carry on type 4 (advising on securities) and type 9 (asset management) regulated activities, and is primarily responsible for client management and services.

From March 2019 to February 2024, Ms. Song served as a vice president with Samtak Investment Holdings Limited (祥泰投資控股有限公司), a company principally engaged in investment consulting business and was primarily responsible for the overall management of the company. From February 2020 to December 2021, Ms. Song served as an independence non-executive director in Infinities Technology International (Cayman) Holding Limited (多牛科技國際(開曼)集團有限公司), a company listed on the Stock Exchange (stock code: 1961). From July 2017 to February 2019, Ms. Song served as a vice president of Maple Asset Management Limited (美寶資產管理有限公司), which is principally engaged in the equity investment business. From February 2015 to October 2015, she served as a vice president of CoStone Capital Management Company Limited* (基石資產管理股份有限公司) (formerly known as Shenzhen Cornerstone Asset Management Company Limited* (深圳市基石資產管理股份有限公司)), a company principally engaged in investment consulting business. From February 2013 to February 2015, Ms. Song was the vice general manager, secretary of the board of directors and a director of Anhui Guangyintang Chinese Medicine Co., Ltd. (安徽廣印堂中藥股份有限公司), a company principally engaged in the production and sale of traditional Chinese medicine and was responsible for corporate finance of the company. From May 2011 to February 2013, she served as a vice president of Guangdong Integration Venture Capital Co., Ltd.* (廣東集成創業投資有限公司), a company principally engaged in equity investment business. From December 2007 to May 2011, Ms. Song held the positions of finance manager, chief financial officer and secretary to the board of directors of Eagle Holdings Group Limited (鷹牌控股集團有限公司) (formerly known as Eagle Holdings Limited (鷹牌控股有限公司) and was then listed on the Singapore Stock Exchange), a company principally engaged in the production and sale of construction materials and was responsible for financial management of the company.

Ms. Song obtained a bachelor's degree in finance from the University of Salford in January 2005 and a master's degree in business administration from the CEIBS in August 2016.

Save as disclosed above, Ms. Song neither holds any directorship in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualification, nor does she hold any other position with the Company and other members of the Group.

Ms. Song has entered into a letter of appointment with the Company with a term of three years. Pursuant to Article 112 of the Articles of Association, Ms. Song shall hold office until the next following annual general meeting of the Company and shall then be eligible for re-election. Ms. Song is entitled to receive a director's fee of RMB72,000 per annum pursuant to her letter of appointment which was determined by the Board based on the recommendation of the remuneration committee of the Company and with reference to the duties and responsibilities to be undertaken by her.

As of the date of this announcement, Ms. Song has confirmed that (i) she meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) as of the date of this announcement, there are no other factors that may affect her independence; and (iii) she does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is she connected with any core connected persons (as defined in the Listing Rules) of the Company. Having considered all of the above, the Board considers Ms. Song to be independent.

As of the date of this announcement, Ms. Song does not have any relationship with any Directors, senior management, substantial or controlling Shareholders (as defined in the Listing Rules) and she does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information relating to Ms. Song that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to the appointment of Ms. Song that needs to be brought to the attention of the Shareholders.

CHANGE OF COMPOSITION OF AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

Change of Composition of Audit Committee

The Board announces that with effect from October 8, 2024, as a result of the expiration of their current terms of appointment, Mr. Wang will cease to be the chairman of the audit committee of the Company (the “**Audit Committee**”), and Mr. Zhang and Ms. Lin will cease to be a member of the Audit Committee.

The Board also announces that with effect from October 8, 2024, Ms. Song will be appointed as the chairman of the Audit Committee, and Mr. Wang Gao and Mr. Ye will be appointed as member of the Audit Committee.

Change of Composition of Remuneration Committee

The Board announces that with effect from October 8, 2024, as a result of the expiration of their current terms of appointment, Ms. Lin will cease to be the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”), and Mr. Zhang and Mr. Wang will cease to be a member of the Remuneration Committee.

The Board also announces that with effect from October 8, 2024, Mr. Ye will be appointed as the chairman of the Remuneration Committee, and Ms. Song and Mr. Wang Gao will be appointed as member of the Remuneration Committee.

Change of Composition of Nomination Committee

The Board announces that with effect from October 8, 2024, as a result of the expiration of their current terms of appointment, Mr. Zhang, Ms. Lin and Mr. Wang will cease to be a member of the nomination committee of the Company (the “**Nomination Committee**”).

The Board also announces that with effect from October 8, 2024, Mr. Wang Gao, Mr. Ye and Ms. Song will be appointed as member of the Nomination Committee.

* *For identification purposes only*

By order of the Board
UJU HOLDING LIMITED
Peng Liang
Chairman of the Board and Executive Director

Beijing, September 30, 2024

As of the date of this announcement, the Board comprises Mr. Peng Liang and Ms. Luo Xiaomei as executive Directors, and Mr. Zhang Peiao, Ms. Lin Ting and Mr. Wang Wenping as independent non-executive Directors.