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GL-Carlink Technology Holding Limited

廣聯科技控股有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 2531)

(1) RESIGNATION OF EXECUTIVE DIRECTOR;

(2) APPOINTMENT OF EXECUTIVE DIRECTORS;

(3) CHANGE IN COMPOSITION OF BOARD COMMITTEE;

AND

**(4) CHANGE OF JOINT COMPANY SECRETARY, PROCESS AGENT
AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND
8.17 OF THE LISTING RULES**

RESIGNATION OF EXECUTIVE DIRECTOR

The Board hereby announces that Mr. Jiang Zhongyong (蔣忠永) has resigned as (i) an executive Director; and (ii) a member of the Strategy Committee with effect from 25 March 2025.

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board is pleased to announce that each of Mr. Zhang Yong (張勇) and Ms. Yin Fang (尹芳) has been appointed as (i) an executive Director; and (ii) a member of the Strategy Committee with effect from 25 March 2025.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

The Board hereby announces that upon the resignation of Mr. Jiang and the appointment of each of Mr. Zhang and Ms. Yin as an executive Director of the Company, Mr. Jiang has ceased to act as a member of the Strategy Committee; and Mr. Zhang and Ms. Yin have been appointed as members of the Strategy Committee with the effect from 25 March 2025.

CHANGE OF JOINT COMPANY SECRETARY, PROCESS AGENT AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

The Board hereby announces that Ms. Cheung Lai Ha has been resigned as a Joint Company Secretary and the Process Agent with effect from 25 March 2025.

The Board further announces that, Mr. Ng Tung Ching Raphael has been appointed as the Joint Company Secretary and the Process Agent with effect from 25 March 2025. Mr. Zhang Yong will continue acting as the other Joint Company Secretary.

This announcement is made by GL-Carlink Technology Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that Mr. Jiang Zhongyong (“**Mr. Jiang**”) has resigned as (i) an executive Director; and (ii) a member of the strategy committee of the Board (the “**Strategy Committee**”) with effect from 25 March 2025 due to his other career commitments.

Mr. Jiang has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and the Stock Exchange.

The Board would like to express its sincere gratitude to Mr. Jiang for his valuable contributions to the Group during his term of office as a Director.

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board is pleased to announce that each of Mr. Zhang Yong (“**Mr. Zhang**”) and Ms. Yin Fang (“**Ms. Yin**”) has been appointed as (i) an executive Director; and (ii) a member of the Strategy Committee with effect from 25 March 2025.

The biographical details are set out below:

Mr. Zhang Yong

Mr. Zhang Yong, aged 46, joined the Group in May 2018 and is currently the deputy general manager, chief financial officer, the secretary to the Board and a joint company secretary of the Group. Mr. Zhang has been a director of Shenzhen Guanglian Saixun Co., Ltd. (深圳廣聯賽訊股份有限公司) (“**Guanglian Saixun**”), a deemed wholly-owned subsidiary of the Company, since May 2023 and has been a partner of Shanghai Xiangru Investment Management Center (Limited Partnership) (上海相濡投資管理中心(有限合夥)), a limited partnership established in the PRC that is owned as to 99.00% by Mr. Zhu Hui (one of the members of the controlling shareholders of the Company), which holds approximately 16.34% of Guanglian Saixun. Mr. Zhang has also been the deputy general manager of Shenzhen Guanglian Shuke Technology Company Limited (深圳廣聯數科科技有限公司) (“**Guanglian Shuke**”), an indirectly wholly-owned subsidiary of the Company, since April 2022; and the executive director and general manager of Haikou Dijia Technology Co., Ltd. (海口市嘀加科技有限公司), an indirectly wholly-owned subsidiary of the Company, since July 2023. He is primarily responsible for financial and securities aspects of the Group.

Mr. Zhang has over 20 years of experience in audit and accounting. He was an auditor of Shenzhen Zhongtian Huazheng Certified Public Accountants Co., Ltd. (深圳中天華正會計師事務所有限公司) from January 2002 to February 2003. He worked as a project manager and a manager in Shenzhen City Fanghe Management Consulting Co., Ltd. (深圳市方和管理諮詢有限公司) (previously known as Shenzhen Nanfang Minhe Certified Public Accountants Co., Ltd. (深圳南方民和會計師事務所有限責任公司)) from March 2003 to June 2010, and subsequently worked as a manager in Zhongshen International Certified Public Accountants Shenzhen Branch (中審國際會計師事務所深圳分所) from July 2010 to April 2011. He served as a deputy chief financial officer of Xiamen Wanli Stone Stock Co., Ltd. (廈門萬里石股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002785) from May 2011 to April 2018. Mr. Zhang received a bachelor’s degree in economics from Hangzhou Dianzi University (杭州電子科技大學) (previously known as Hangzhou Electronics Industry Institution (杭州電子工業學院)) in June 2001.

Mr. Zhang has entered into a service contract as an executive Director with the Company for a term of three years commencing on 25 March 2025, terminable by either party giving to the other not less than one month’s written notice. Pursuant to the amended and restated articles of association of the Company (the “**Articles of Association**”), Mr. Zhang will hold office until the first annual general meeting of the Company after his appointment, at which time he will be eligible for re-election. Under his service contract as an executive Director, Mr. Zhang will not receive any remuneration as an executive Director.

As at the date of this announcement, Mr. Zhang has an interest of approximately 1.63% in Rongying Future Inc. (our employee shareholding platform, which is wholly owned by Mr. Zhao Zhan, Mr. Zhang and other 12 employees of the Group) which holds approximately 2.29% interest of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Zhang (i) does not have any interests in the shares, debentures or underlying shares of the Company or any of its associated corporations (as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); (ii) does not hold any other positions within the Company and other members of the Group; (iii) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iv) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company; and (v) does not have any other major appointments or professional qualifications.

Save as disclosed above, Mr. Zhang has confirmed that there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange and there is no other information required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules regarding his appointment.

Ms. Yin Fang

Ms. Yin Fang, aged 46, joined the Group in May 2023 and is currently the deputy general manager and chief capital officer of the Group. She has served as the deputy general manager and chief capital officer of Shenzhen Guanglian Shuke Technology Company Limited (深圳廣聯數科科技有限公司) (“**Guanglian Shuke**”), an indirectly wholly-owned subsidiary of the Company, since May 2023. She is primarily responsible for the strategic and capital market operations of the Group.

Prior to joining the Group, Ms. Yin successively served as a senior specialist, knowledge management officer, investors relations officer and securities affairs representative of Gemdale Corporation (金地(集團)股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600383) from June 2001 to February 2010. She was a partner, director and member of investment decision making committee of Shenzhen ZS-Capital Ltd (深圳中時鼎誠投資管理有限公司) from April 2011 to April 2015. She was a partner and member of investment decision making committee of Tianjin Raystone Taihe Equity Investment Funds Management Partnership (Limited Partnership) (天津雷石泰合股權投資基金管理合夥企業(有限合夥)) from April 2015 to December 2019. She was the executive director and general manager of Shenzhen Panyue Investment Co., Ltd. (深圳譜悅投資有限公司) (formerly known as Shenzhen Chiqiao Investment Consulting Co., Ltd. (深圳赤橋投資諮詢有限公司) and Shenzhen Puyue Investment Consulting Co., Ltd. (深圳譜悅投資諮詢有限公司) from February 2021 to May 2023. She has also been a director of Shenzhen Toyon Biotech Co., Ltd. (深圳市碳源生物科技有限公司) since January 2022. Ms. Yin received her bachelor’s degree in engineering from University of South China (南華大學) in July 2001. She also obtained a master’s degree in finance and a part-time degree of master of business administration from Peking University (北京大學) in July 2008 and June 2019, respectively.

Ms. Yin has entered into a service contract as an executive Director with the Company for a term of three years commencing on 25 March 2025, terminable by either party giving to the other not less than one month's written notice. Pursuant to the Articles of Association, Ms. Yin will hold office until the first annual general meeting of the Company after her appointment, at which time she will be eligible for re-election. Under her service contract as an executive Director, Ms. Yin will not receive any remuneration as an executive Director.

As at the date of this announcement, save as disclosed above, as at the date of this announcement, Ms. Yin (i) does not have any interests in the shares, debentures or underlying shares of the Company or any of its associated corporations (as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); (ii) does not hold any other positions within the Company and other members of the Group; (iii) has not held any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iv) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders (as respectively defined in the Listing Rules) of the Company; and (v) does not have any other major appointments or professional qualifications.

Save as disclosed above, Ms. Yin has confirmed that there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange and there is no other information required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules regarding her appointment.

The Board would like to take this opportunity to extend its warm welcome to Mr. Zhang and Ms. Yin for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEE

Upon the resignation of Mr. Jiang and the appointment of each of Mr. Zhang and Ms. Yin as an executive Director of the Company, Mr. Jiang has ceased to act as a member of the Strategy Committee; and Mr. Zhang and Ms. Yin have been appointed as members of the Strategy Committee with the effect from 25 March 2025.

CHANGE OF JOINT COMPANY SECRETARY, PROCESS AGENT AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

The Board hereby announces that Ms. Cheung Lai Ha (“**Ms. Cheung**”) has tendered her resignation as a joint company secretary of the Company (the “**Joint Company Secretary**”) and the authorized representative for acceptance of service of process and notices on behalf of the Company (the “**Process Agent**”) in Hong Kong as required under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 19.05(2) of the Listing Rules with effect from 25 March 2025.

Ms. Cheung has confirmed that she has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company and Stock Exchange in relation to her resignation.

The Board further announces that, Mr. Ng Tung Ching Raphael (“**Mr. Ng**”) has been appointed as the Joint Company Secretary and the Process Agent in place of Ms. Cheung with effect from 25 March 2025. Mr. Zhang Yong (“**Mr. Zhang**”) will continue acting as the other Joint Company Secretary.

For the biographical details of Mr. Ng, one of the Joint Company Secretaries, please refer to the following section. For Mr. Zhang, another Joint Company Secretary, please refer to the previous section of this announcement.

Mr. Ng is a seasoned professional with over 14 years of extensive experience in the legal and company secretarial domains, specializing in corporate governance and compliance. He currently serves as the Assistant Vice President, Entity Solutions of Computershare Hong Kong Investor Services Limited.

Mr. Ng holds a Master’s Degree in Chinese Business Law from The Chinese University of Hong Kong and a Master’s Degree in Professional Accounting and Corporate Governance from The City University of Hong Kong. He earned his Bachelor’s Degree in Law from Manchester Metropolitan University. Mr. Ng is an Associate Member of both The Hong Kong Chartered Governance Institute (the “**HKCGI**”, formerly known as the Hong Kong Institute of Chartered Secretaries) and The Chartered Governance Institute in the United Kingdom. He also possesses the practitioner’s endorsement from HKCGI.

Reference is made to the waiver (the “**Existing Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of Listing Rules on the Stock Exchange in relation to the eligibility of Mr. Zhang to act as a Joint Company Secretary for a three-year period starting from the date on which the shares of the Company are listed and from which dealings therein are permitted to take place on the Main Board of the Stock Exchange (i.e. 15 July 2024) (the “**Original Waiver Period**”), on the condition that Mr. Zhang must be assisted by Ms. Cheung as a Joint Company Secretary during the Original Waiver Period to enable him to acquire relevant experience (as defined in Note 2 to Rule 3.28 of the Listing Rules), in order to discharge his duties under the position of a Joint Company Secretary. Such waiver will be revoked upon Ms. Cheung’s resignation on 25 March 2025.

Relevant details of the Existing Waiver were disclosed in the prospectus of the Company dated 28 June 2024.

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a new waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules with respect to the eligibility of Mr. Zhang to act as a Joint Company Secretary (the “**New Waiver**”) for the remaining period of the Existing Waiver from 25 March 2025 (i.e. from the date of appointment of Mr. Ng as the Company’s joint company secretary) to 14 July 2027 (the “**Remaining Waiver Period**”) on the following conditions:

- (i) Mr. Zhang must be assisted by Mr. Ng during the Remaining Waiver Period; and
- (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Remaining Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Zhang, having had the benefit of Ms. Cheung and Mr. Ng’s assistance, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the New Waiver if the Company’s situation changes.

By order of the Board
GL-Carlink Technology Holding Limited
Zhu Lei
Chairman and Executive Director

Hong Kong, 25 March 2025

As at the date of this announcement, the Board comprises: (i) Mr. Zhu Lei, Mr. Zhao Zhan, Mr. Zhang Yong and Ms. Yin Fang as executive Directors; (ii) Mr. Cui Changsheng and Ms. Peng Chao as non-executive Directors; and (iii) Mr. Feng Yuan, Ms. Wei Chunlan and Ms. Ci Ying as independent non-executive Directors.