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## **Wenye Group Holdings Limited**

**文業集團控股有限公司**

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

(Stock Code: 1802)

- (i) RESIGNATION OF CHAIRMAN, EXECUTIVE DIRECTOR, CHIEF EXECUTIVE OFFICER AND AUTHORISED REPRESENTATIVE**
- (ii) RESIGNATION OF NON-EXECUTIVE DIRECTOR**
- (iii) APPOINTMENT OF CO-CHAIRWOMAN, EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER AND AUTHORISED REPRESENTATIVE**
- (iv) REDESIGNATION OF CO CHAIRMAN AS CHAIRMAN**

This announcement is made by Wenye Group Holdings Limited (文業集團控股有限公司) (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces the following appointments and resignations:

### **RESIGNATION OF CHAIRMAN, EXECUTIVE DIRECTOR, CHIEF EXECUTIVE OFFICER AND AUTHORISED REPRESENTATIVE**

Mr. Fan Shaozhou has resigned as chairman, executive Director, chief executive Officer, member of the Remuneration Committee and chairman of the Nomination Committee of the Company as well as an authorised representative of the Company, with effect from 7 April 2025, for personal reasons.

Mr. Fan has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

Mr. Shen Peng has resigned as non-executive Director of the Company, with effect from 7 April 2025, as he wishes to dedicate more time and attention to his other commitments.

Mr. Shen has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

### **APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRWOMAN**

Ms. Fan Shuying\* (范舒穎) (“**Ms. Fan**”) has been appointed as Co-Chairwoman, executive Director, Chief Executive Officer of the Company, effective from 7 April 2025. Upon Ms. Fan’s appointment, she will also be appointed as a member of Remuneration Committee and chairwoman of Nomination Committee and authorised representative of the Company.

Ms. Fan Shuying, aged 29, holds dual master's degrees in Applied Finance and Professional Accounting

from the University of Queensland, Australia. Ms. Fan worked at Shenzhen Capital Group Co., Ltd.\* (深圳創新投資集團有限公司), one of China's leading venture capital firms, where she participated in various early-stage and growth-stage investment projects. Her responsibilities included investment research, due diligence, and post-investment management, enabling her to develop deep insights into emerging industries and accumulate practical experience in project analysis and investment evaluation.

Since 2022, Ms. Fan joined the Company as Assistant Company Secretary to the Board Office, where she primarily assists in the coordination and implementation of corporate governance, investor relations, and compliance matters. During her tenure, Ms. Fan supported the execution of various capital market initiatives, demonstrating high levels of professionalism and coordination skills. Ms. Fan possesses extensive practical experience in corporate governance and capital market operations.

The Company has entered into a letter of appointment with Ms. Fan with effect from 7 April 2025. Ms. Fan is entitled to a director's fee of RMB280,000 per annum, which was determined by the Board after considering a range of factors including her experience, duties and responsibilities, the prevailing market conditions and the recommendation from the Remuneration Committee. Ms. Fan is appointed for an initial term of one year, which will be automatically renewed for one year upon expiry of her term of office. Either party to the letter of appointment may terminate the appointment by giving the other party one month's written notice. Ms. Fan will hold office until the next general meeting of the Company after her appointment and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company.

Save as disclosed above, Ms. Fan confirms that as at the date of this announcement, she (i) did not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other positions with any member of the Group; (iii) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company; (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (v) is not aware of any additional information that is required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules.

## **APPOINTMENT OF EXECUTIVE DIRECTOR**

Mr. Peng Jihui\* (彭及偉) (“**Mr. Peng**”) has been appointed as an executive Director of the Company, effective from 7 April 2025.

Mr. Peng, aged 61, joined the Group in December 1995 and possesses over 30 years of extensive experience in engineering management.

From December 1995 to September 2006, Mr. Peng served as Project Manager at the Jinan branch of Shenzhen Wenye Decoration Design Engineering Co., Ltd.\* (深圳文業裝飾設計工程有限公司) (“**Wenye Decoration**”), responsible for overall branch management and project execution. He was then promoted to General Manager of the same branch in October 2006 to oversee management and project implementation, a position he held until November 2015.

In December 2015, Mr. Peng was appointed General Manager of the Shandong branch of Wenye Decoration, where he continued to be responsible for overall branch operations and project management until April 2023. Since May 2023, he served as Vice President of Wenye Decoration, assisting the President in corporate strategy, management, internal controls, and project management. He is also the legal representative of Shenzhen Dongyuan Intelligent Construction Technology Co., Ltd.\* (深圳東遠智能建設科技有限公司), a subsidiary of the Company.

Throughout his career, Mr. Peng has participated in numerous notable projects which received the China Construction Engineering Decoration Award from the China Building Decoration Association. He attended professional training at the Tsinghua International Engineering Management Research Institute in September 2006 and was officially recognized as a Senior Engineer by the Shenzhen Human Resources and Social Security Bureau in April 2021.

The Company has entered into a letter of appointment with Mr. Peng, effective from 7 April 2025, for an initial term of one year, renewable automatically upon expiry for successive one-year periods. Either party may terminate the appointment by providing one month's prior written notice to the other party. Mr. Peng is entitled to an annual director's fee of RMB250,000, which was determined by the Board after considering several factors, including his experience, duties and responsibilities, prevailing market conditions, and recommendations from the Remuneration Committee.

Pursuant to the Company's Articles of Association, Mr. Peng shall hold office until the next general meeting of the Company following his appointment, and will thereafter be subject to retirement by rotation and re-election at general meetings of the Company.

Save as disclosed above, Ms. Peng confirms that as at the date of this announcement, he (i) did not hold any directorships in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other positions with any member of the Group; (iii) does not have any relationships with any Directors, senior management or substantial or controlling Shareholders of the Company; (iv) did not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (v) is not aware of any additional information that is required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Fan and Mr. Shen for their valuable contributions to the Company during their tenure and would like to express its sincere welcome to Ms. Fan and Mr. Peng for joining the Board.

## **REDESIGNATION OF CO CHAIRMAN AS CHAIRMAN**

Mr. Kong Guojing has been redesignated from co Chairman to Chairman of the Company with effect from 7 April 2025.

Kong Guojing, 60 years old, has been engaged in social enterprises and corporate management and operation for more than 20 years. He has extensive experience in internal and external management such as company investment planning, policy deployment and asset management service and actively serve the society through charity and public welfare work. He also has extensive experience and resources in project management in the construction industry. He is a director of Longshin Investment Holdings Limited (龍新投資有限公司) and legal representative of Wenye (Shenzhen) Technology Industrial Co. Limited\* (文業(深圳)科技實業有限公司) and Shenzhen Longxin Supply Chain Service Co. Limited\* (深圳市龍新供應鏈服務有限公司), subsidiaries of the Company.

From 1995 to 1997, he was the general manager of branch office of Shenzhen Tegeta Decoration Design & Engineering Co. Ltd\* (深圳市特藝達裝飾設計工程有限公司) and was the general manager of the business development department of Shenzhen Ping Wing Construction Co. Ltd.\* (深圳市坪榮建築有限公司) from 1998 to 2006.

In 2006, he served as the chairman of Zhikang Special Children's Rehabilitation Center\* in Longgang District, Shenzhen (深圳市龍崗區智康特殊兒童康復中心). The center was rated as a 5A-level social organization and an advanced social organization for the disabled in Shenzhen. In 2007, he served as the vice president of Shenzhen Longgang Luhe Enterprise Association\* (深圳市龍崗陸河企業協會) and served as the chairman of Shenzhen Weida Property Management Co., Ltd.\* (深圳市偉達物業管理有限公司) from 2009 to 2020. In 2013, he became the honorary vice president of Shenzhen Business Red Cross Society\* (深圳市商務紅十字會) and was awarded the honour of "Helping the Disabled and Caring Model" by Shenzhen Longgang District Disabled Persons' Federation\* (深圳市龍崗區殘疾人聯合會) in 2016. In 2022, he became the honorary president of Luhe County Table Tennis Association\*

(陸河縣乒乓球協會).

Under the letter of appointment entered into between Mr. Kong and the Company, Mr. Kong is entitled to a director's fee of RMB315,600 per annum, which was determined by the Board after considering a range of factors including his qualifications, experience, duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee. Mr. Kong is appointed for an initial term of one year, which will be automatically renewed for one year upon expiry of his term of office. Either party to the letter of appointment may terminate the appointment by giving the other party one month's written notice. Mr. Kong will hold office until the next general meeting of the Company after his appointment and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the articles of association of the Company.

Save as disclosed above, Mr. Kong confirms that as at the date of this announcement, he (i) did not hold any directorships in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not have any other major appointments and professional qualifications; (iii) does not hold any other positions with the Company or any member of the Group; (iv) does not have any relationships with any Directors, senior management or substantial or controlling shareholders of the Company; (v) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (vi) is not aware of any additional information that is required to be disclosed pursuant to the requirements under Rule 13.51(2)(h) to (x) of the Listing Rules.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in shares of the Company.**

By order of the Board  
**Wenye Group Holdings Limited**  
**Kong Guojing**  
Chairman

Shenzhen, PRC, 8 April 2025

*As at the date of this announcement, the Board of the Company comprises (i) three executive directors, namely Mr. Kong Guojing (Chairman), Ms. Fan Shuying (Co-Chairwoman and Chief Executive Officer) and Mr. Peng Jihui; (ii) three non-executive directors, namely, Mr. Chen Li, Mr. Li Hongxing and Mr. Mak Ho Fai; and (iii) three independent non-executive directors, namely Mr. Huang Wei, Mr. Ma Kin Ling and Ms. Ye Jinyu.*

*In case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.*

*\* for identification purposes only*