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## **Yinsheng Digifavor Company Limited**

**銀盛數惠數字有限公司**

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

**(Stock Code: 3773)**

**(1) RESIGNATION OF INDEPENDENT  
NON-EXECUTIVE DIRECTOR;  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) CHANGE OF COMPOSITION OF COMMITTEES OF  
THE BOARD OF DIRECTORS**

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

The board (the “**Board**”) of directors (the “**Directors**”) of Yinsheng Digifavor Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that with effect from 12 May 2025, Ms. Zou Guoying (“**Ms. Zou**”) has resigned as an independent non-executive Director due to her health condition. Following her resignation, Ms. Zou has ceased to be the chairlady of the audit committee of the Board (the “**Audit Committee**”) and a member of each of the nomination committee of the Board (the “**Nomination Committee**”) and the remuneration committee of the Board (the “**Remuneration Committee**”).

Ms. Zou has confirmed that she has no disagreement with the Board. In addition, there are no matters in relation to her resignation that should be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited.

The Board would like to express its sincere gratitude to Ms. Zou for her contributions towards the Company during her tenure of office.

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Ms. Hong Ting (項婷) (“**Ms. Hong**”) has been appointed as an independent non-executive Director with effect from 12 May 2025.

The biographical details of Ms. Hong are set out below:

Ms. Hong Ting (項婷), aged 38, obtained a Bachelor of Business degree from The Chinese University of Hong Kong in 2008. She is a fellow member of the Hong Kong Institute of Certified Public Accountants and a Certified Public Accountant (Practising) in Hong Kong. She worked for an international audit firm and has over 16 years of experience in accounting, auditing, taxation and financial consulting.

Ms. Hong is currently the managing director of CL Partners CPA Limited. Ms. Hong was a non-executive director of Alco Holdings Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 328) for the period from June 2022 to January 2023. Ms. Hong was also an independent non-executive director of (i) Wai Chun Bio-Technology Limited, a company listed on the Main Board of the Stock Exchange (stock code: 660) from October 2022 to April 2024; and (ii) C&D Newin Paper & Pulp Corporation Limited, a company listed on the Main Board of the Stock Exchange (stock code: 731) from October 2024 to February 2025. Ms. Hong has been an independent non-executive director of Yun Lee Marine Group Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 2682) since January 2023, World Houseware (Holdings) Limited, a company listed on the Main Board of the Stock Exchange (stock code: 713) since July 2023, and Jingrui Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1862) since December 2024 respectively.

Save as disclosed above, as at the date of this announcement, Ms. Hong confirmed that (i) she did not hold any other directorship in any listed company in Hong Kong or overseas in the last three years; (ii) she does not have any relationship with any Director, senior management, substantial or controlling shareholder of the Company (having the meaning ascribed to it in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)); (iii) she does not have other major appointments and professional qualifications; (iv) she is not interested in or deemed to be interested in any shares, underlying shares or debentures 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) she does not hold any other position with the Company or its subsidiaries.

Ms. Hong has entered in to a letter of appointment with the Company for a term of three years with effective from 12 May 2025, subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the articles of association of the Company. Ms. Hong is entitled to a director’s fee of HK\$150,000 per annum, which was determined by the Board on the recommendation of Remuneration Committee with reference to her duties and responsibilities, remuneration benchmark in the industry as well as prevailing market conditions.

Save as disclosed above and as far as the Board is aware, there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor is there any other matter in relation to the appointment of Ms. Hong that needs to be brought to the attention of the Shareholders.

Ms. Hong has confirmed (i) her independence as regards each of the factors contained in Rule 3.13(1) to (8) of the Listing Rules; (ii) that she had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence at the time of her appointment.

The Board warmly welcomes Ms. Hong to join the Board.

## **CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD OF DIRECTORS**

With effect from 12 May 2025, (i) Ms. Zou has ceased to be the chairlady of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee; and (ii) Ms. Hong has been appointed as the chairlady of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee.

By order of the Board  
**Yinsheng Digifavor Company Limited**  
**Zhou Jinhuang**  
*Chairman and Executive Director*

Hong Kong, 12 May 2025

*As at the date of this announcement, Dr. Zhou Jinhuang, Mr. Guan Heng and Mr. Huang Junmou are the executive Directors; Mr. Fan Weiguo and Mr. Yu Zida are the non-executive Directors; and Mr. Zhang Mingqun, Dr. Li Yao and Ms. Hong Ting are the independent non-executive Directors.*