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雲工場科技控股有限公司
Cloud Factory Technology Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2512)

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

RESIGNATION OF JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of Cloud Factory Technology Holdings Limited (the “**Company**”) announces that Ms. Lam Chi Ching Cecilia (“**Ms. Lam**”) notified the Board that, due to adjustment in her work arrangement, she decided to resign as a joint company secretary (the “**Joint Company Secretary**”) of the Company effective from 19 May 2025 and would no longer serve as the authorised representative of the Company (the “**Authorised Representative**”) as required under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the authorised representative of the Company for accepting services of process or notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) upon her resignation.

Ms. Lam has confirmed that she has no disagreement with the Board and there are no other matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to express its sincere gratitude to Ms. Lam for her contributions to the Company during her tenure as a Joint Company Secretary, the Authorised Representative and the Process Agent.

APPOINTMENT OF JOINT COMPANY SECRETARY

The Board is pleased to announce that, at the Board meeting held on 19 May 2025, the appointment of Mr. Cheng King Yip (“**Mr. Cheng**”) as the Joint Company Secretary, the Authorised Representative and the Process Agent was approved. Mr. Cheng will jointly perform the duties of company secretary with Mr. Ji Lijun (“**Mr. Ji**”), who is currently the other Joint Company Secretary and Authorised Representative.

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

Mr. Ji joined our Group in October 2013 and has been appointed as a Director in March 2023. Mr. Ji is currently serving as an executive Director, a deputy general manager and one of the joint company secretaries and authorized representatives of our Company. Mr. Ji is responsible for overseeing the operation of the Group's businesses. Mr. Ji is the spouse of one of our senior management, Ms. Zhou Xin. Prior to joining our Group, from July 2006 to November 2006, Mr. Ji served as a sales engineer of the sales department at Shanghai Tongzhiguang Construction Machinery Co., Ltd. (上海砿之光建築機械有限公司), a company principally engaged in the manufacturing and sales of concrete machinery and spare parts where Mr. Ji was mainly responsible for the sales of products and related solutions, marketing and new customers developments. From November 2006 to September 2009, Mr. Ji worked as a sales engineer of Shanghai Saidong Technologies Co., Ltd. (上海賽東科技有限公司), a company principally engaged in manufacturing and trading packaging machines where Mr. Ji was mainly responsible for the sales of products and related solutions, marketing and new customers developments. From February 2010 to May 2010, Mr. Ji served as a sales engineer of Jintan Jinwang Packaging Technology Co., Ltd. (金壇市金旺包裝科技有限公司) (currently known as Jiangsu Jinwang Intelligent SCI-TECH Co., Ltd. (江蘇金旺智能科技有限公司)), a company principally engaged in the research, development, manufacturing, sales and service of agrochemical preparation intelligent equipment. From June 2010 to December 2015, Mr. Ji joined Wuxi Zhida Network Technology Co., Ltd. (無錫智達網絡科技有限公司), a company mainly engaged in the provision of IDC solution services, where Mr. Ji successively served as the sales manager, the operation and maintenance superintendent (運維主管), the procurement supervisor (採購主管) and the vice general manager where Mr. Ji was mainly responsible for the sales, maintenance and procurement of products and related solutions and the overall management of company.

Mr. Ji obtained his bachelor's degree in mechanical design and manufacturing and automation from Huaihai Institute of Technology (淮海工學院) (currently known as Jiangsu Ocean University (江蘇海洋大學)) in the PRC in July 2006.

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

Mr. Cheng has more than thirteen years of experience in providing services related to company secretary, sustainability advisory and auditing, corporate governance advisory and internal control assessment. Mr. Cheng obtained a Bachelor of Business Administration (Honours) in Accountancy and Management Information Systems from the City University of Hong Kong in July 2010. Mr. Cheng is a member of the Hong Kong Institute of Certified Public Accountants and Certified ESG Analyst. Mr. Cheng is currently a committee member of Sustainability Committee of the Hong Kong Institute of Certified Public Accountants. Mr. Cheng has been the company secretary of Skymission Group Holdings Limited (Stock code: 1429), OOH Holdings Limited (Stock code: 8091) and Zhong Jia Guo Xin Holdings Company Limited (Stock code: 899) since September 2023, January 2025 and April 2025, respectively.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

References are made to the section headed “Waivers From Strict Compliance With the Listing Rules” of the prospectus of the Company dated 5 June 2024, pursuant to which the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules for an initial period of three years from the Listing Date, i.e. 14 June 2024 (the “**Waiver Period**”). Such waiver will be subject to the following conditions: (i) Mr. Ji will be assisted by Ms. Lam Chi Ching Cecilia (Ms. Lam), who possesses the qualifications or experience as required under Rule 3.28 of the Listing Rules and will serve as the joint company secretary of the Company throughout the Waiver Period; (ii) Mr. Ji will comply with the annual professional training requirement under Rule 3.29 of the Listing Rules; and (iii) such waiver can be revoked if there are any material breaches of the Listing Rules by the Company.

As abovementioned, Ms. Lam resigned as a joint company secretary effective from 19 May 2025, i.e. before the expiry of the Waiver Period. Mr. Ji does not possess the academic or professional qualifications required under Note 1 to Rule 3.28 of the Listing Rules, and therefore Mr. Ji does not meet all the requirements under Rule 3.28 of the Listing Rules.

For the protection of the interests of the Company and its shareholders and to promote good corporate governance, Mr. Cheng has been appointed as a joint company secretary of the Company who is a member of the Hong Kong Institute of Certified Public Accountants and meets the requirements under Note 1 to Rule 3.28 of the Listing Rules, to assist Mr. Ji, to (i) discharge his duties as a company secretary of the Company; and (ii) enable him to acquire the relevant experience required under Note 2 to Rule 3.28 of the Listing Rules. Mr. Ji has also confirmed that he will take no less than 15 hours of relevant professional training in each financial year in compliance with the Rule 3.29 of the Listing Rules.

On the basis of the foregoing, the Company has applied to the Stock Exchange, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) for the remaining Waiver Period commencing on 19 May 2025, i.e. from the date of appointment of Mr. Cheng as the Joint Company Secretary, on the conditions that:

Mr. Ji will be assisted by Mr. Cheng to acquire the relevant experience within the meaning of Note 2 to Rule 3.28 of the Listing Rules to discharge his duties as a company secretary of the Company; and the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation.

The Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Ji, having had the benefit of Mr. Cheng's assistance during the remaining Waiver Period, has attained the relevant experience and is capable of discharging the functions of a 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 Waiver if the Company's situation changes.

The Board would like to take this opportunity to welcome Mr. Cheng on his appointment.

By order of the Board
Cloud Factory Technology Holdings Limited
Mr. Sun Tao
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 19 May 2025

As at the date of this announcement, the Board comprises Mr. Sun Tao, Mr. Jiang Yanqiu, Mr. Ji Lijun and Mr. Zhu Wentao as executive Directors; and Mr. Ip Mun Lam, Mr. Cui Qi and Ms. Zhao Hong as independent non-executive Directors.