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**偉俊集團控股有限公司\***

**Wai Chun Group Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 1013)**

**CHANGE OF DIRECTORS;  
AND  
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board would like to announce the following changes all with effect from 5 June 2025:

- (1) Mr. Wan Bo has tendered his resignation as independent non-executive Director, Chairman of the Remuneration Committee and members of the Audit Committee and the Nomination Committee;
- (2) Ms. Xu Huiling has been appointed as an independent non-executive Director and members of the Audit Committee and the Nomination Committee;
- (3) Mr. Wang Ziniu has been appointed as an independent non-executive Director, Chairman of the Remuneration Committee and members of the Audit Committee and the Nomination Committee; and
- (4) Mr. Wong Po Keung ceased to be a member of the Nomination Committee.

**RESIGNATION OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”, each a “**Director**”) of Wai Chun Group Holdings Limited (the “**Company**”) hereby announces that with effect from 5 June 2025, Mr. Wan Bo (“**Mr. Wan**”) has tendered his resignation as independent non-executive Director, Chairman of the Remuneration Committee and members of the Audit Committee and the Nomination Committee in order to devote more time to his personal commitments.

Mr. Wan has confirmed that he has no disagreement with the Board and there are no other matter in relation to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”). The Board would like to express its sincere gratitude to Mr. Wan for his contribution to the Company during his tenure of office.

\* For identification purposes only

## APPOINTMENT OF DIRECTORS

The board would like to announce that Ms. Xu Huiling (“**Ms. Xu**”) and Mr. Wang Ziniu (“**Mr. Wang**”) have been appointed as the independent non-executive Directors with effect from 5 June 2025.

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

Ms. Xu, aged 33, has years of experience in biomedical teaching and research. She had studied statistics and psychology at Princeton University in the United States, life sciences at the Chinese University of Hong Kong and international economics at Huizhou University. During the period from 2015 to 2016, Ms. Xu worked as an assistant researcher responsible for research in relation to neuroscience. Ms. Xu also assisted in teaching and research in relation to neuropharmacology at the Medical College of Ohio in the United States. During the period from 2017 to 2020, Ms. Xu worked as an investment project manager at the AVIC Investment Group in Shenzhen, which focused on projects relating to biotechnology, financial technology and commercial real estate.

Ms. Xu has entered into a letter of appointment with the Company as an independent non-executive Directors for an initial term of two years commencing from 5 June 2025. Ms. Xu will hold office until the next annual general meeting of the Company after her appointment and will thereafter be subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Pursuant to the letter of appointment, Ms. Xu will not be entitled to a director’s fee.

Save as disclosed above, as at the date of this announcement, Ms. Xu (i) did not hold any position with the Company or other members of the Group; (ii) did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement and did not have any other major appointments and professional qualifications; (iii) did not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company; (iv) did not have any interest 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) had no other information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities (“**Listing Rules**”) on the Stock Exchange. Save as disclosed above, there are no other matters that need to be brought to the attention of shareholders of the Company in relation to the appointment of Ms. Xu and there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules. Ms. Xu confirmed to the Company that (i) her independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) she has not had or is not having any financial or other interests in the business of the Group or any connection with any of the core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors which may have affected her independence at the time of her appointment.

The biographical details of Mr. Wang are set out below:

Mr. Wang, aged 63, studied university at Xi'an and during the period from 1989 to 1992, Mr. Wang was an engineer of the Foreign Trade and Economic Committee and an officer of the real estate administration at the city of Xi'an. During the period from 1992 to 2017, Mr. Wang served as a senior engineer at the Shenzhen Media Group.

Mr. Wang has entered into a letter of appointment with the Company as an independent non-executive Director for an initial term of two years commencing from 5 June 2025. Mr. Wang will hold office until the next annual general meeting of the Company after his appointment and will thereafter be subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Pursuant to the letter of appointment, Mr. Wang will not be entitled to a director's fee.

Save as disclosed above, as at the date of this announcement, Mr. Wang (i) did not hold any position with the Company or other members of the Group; (ii) did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the date of this announcement and did not have any other major appointments and professional qualifications; (iii) did not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company; (iv) did not have any interest 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) had no other information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities ("**Listing Rules**") on the Stock Exchange. Save as disclosed above, there are no other matters that need to be brought to the attention of shareholders of the Company in relation to the appointment of Mr. Wang and there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules. Mr. Wang confirmed to the Company that (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) he has not had or is not having any financial or other interests in the business of the Group or any connection with any of the core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors which may have affected his independence at the time of his appointment.

The Board would like to take this opportunity to welcome Ms. Xu and Mr. Wang for joining the Board.

## **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that, with effect from 5 June 2025:

- (i) Ms. Xu has been appointed as members of the Audit Committee and the Nomination Committee.
- (ii) Following the resignation of Mr. Wan as an independent non-executive Director, Mr. Wang has been appointed as the Chairman of the Remuneration Committee and members of the Audit Committee and the Nomination Committee.
- (iii) Mr. Wong Po Keung ceased to be a member of the Nomination Committee.

## **MATTERS RELATING TO RULES 3.10(1), 3.21 AND 13.92 OF THE LISTING RULES**

References are made to the announcements of the Company dated 14 February 2025, 14 April 2025, 12 May 2025 and 13 May 2025 in relation to among others, the non-compliance with Rules 3.10(1) and 3.21 of the Listing Rules. Following the appointments of Ms. Xu and Mr. Wang, the Company has complied with the requirements under Rules 3.10(1) and 3.21 of the Listing Rules.

References are made to the announcements of the Company dated 14 February 2025, 20 February 2025 and 13 May 2025 in relation to among others, the non-compliance with Rule 13.92 of the Listing Rules. Following the appointment of Ms. Xu, the Company has complied with the requirements under Rule 13.92 of the Listing Rules.

By Order of the Board  
**Wai Chun Group Holdings Limited**  
**Lam Ka Chun**  
*Chairman and Chief Executive Officer*

Hong Kong, 5 June 2025

*As at the date of this announcement, the Board comprises one executive Director, namely Mr. Lam Ka Chun (Chairman and Chief Executive Officer), and three independent non-executive Directors, namely Ms. Xu Huiling, Mr. Wang Ziniu and Mr. Wong Po Keung.*