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Zhong Ao Home Group Limited

中奥到家集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1538)

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND CHANGES IN COMPOSITION OF THE NOMINATION COMMITTEE

The Board hereby announces that with effect from 5 June 2025, (i) Mr. Yang Jianpeng has been appointed as an independent non-executive Director and a member of the Audit Committee; (ii) Mr. Yin Weizhong has resigned as an independent non-executive Director and a member of the Audit Committee; (iii) Mr. Chan Wai Cheung, Admiral, an existing Director, has been appointed as the chairman of the Nomination Committee in place of Mr. Liu Jian; and (iv) Ms. Chen Zhuo, an existing Director, has been appointed as a member of the Nomination Committee.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of Zhong Ao Home Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 5 June 2025, Mr. Yin Weizhong (“**Mr. Yin**”) has resigned as an independent non-executive Director and a member of the audit committee (the “**Audit Committee**”) of the Board in order to devote more time to his personal affairs. Mr. Yin confirmed that he has no claim against the Company in respect of his resignation and has no disagreement with the Board. Mr. Yin further confirmed that there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board would like to take this opportunity to express its sincere gratitude to Mr. Yin for his invaluable contributions to the Group during his tenure of service in the Company.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Yang Jianpeng (“**Mr. Yang**”) has been appointed as an independent non-executive Director and a member of the Audit Committee with effect from 5 June 2025.

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

Mr. Yang, aged 45, graduated from Northwest University with a bachelor degree in resource environment, urban and rural planning management in 2003 and from Sun Yat-Sen University with a master’s degree of business administration in 2013 respectively. From 2003 to 2009, Mr. Yang served as a planning manager, a marketing manager and the deputy general manager respectively in Zovie Group Co., Ltd.. From 2010 to 2013, he served as the regional general manager of Guangzhou and Panyu respectively in China Aoyuan Group. Since 2013, he has been operating his own businesses and since 2023, he has been serving as a tutor for the master’s degree at the school of public administration of Northwest University.

The Company has entered into a letter of appointment with Mr. Yang for a term of three years commencing from his appointment. He is subject to retirement by rotation and re-election at the annual general meeting of the Company in according with the articles of association of the Company. Pursuant to the letter of appointment, Mr. Yang is entitled to a director’s fee of HK\$180,000 per annum for his role as an independent non-executive Director, which is determined by the Board upon recommendation from the remuneration committee of the Board with reference to his qualification, level of duties and responsibilities undertaken in the Company and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Yang (i) does not hold any directorships in other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years or other major appointments; (ii) does not hold any other positions in the Company or any of its subsidiaries; (iii) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; and (iv) does not have, and/or is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong). Mr. Yang has confirmed that (i) he meets the independent criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, as at the date of this announcement, there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Yang that need to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to welcome Mr. Yang for joining the Board.

CHANGES IN COMPOSITION OF THE NOMINATION COMMITTEE

The Board is pleased to announce that with effect from 5 June 2025, (i) Mr. Chan Wai Cheung, Admiral (“**Mr. Chan**”), an existing Director, has been appointed as the chairman of the nomination committee (the “**Nomination Committee**”) of the Board in place of Mr. Liu Jian; and (ii) Ms. Chen Zhuo (“**Ms. Chen**”), an existing Director, has been appointed as a member of the Nomination Committee.

The biographical details of Mr. Chan and Ms. Chen were set out in the 2024 annual report of the Company published on 29 April 2025. As at the date of this announcement, there has been no change in such information save as disclosed in this announcement.

Following the appointment of Mr. Chan and Ms. Chen, the Nomination Committee has one director of a different gender and still comprises a majority of independent non-executive Directors. The above changes in composition of Nomination Committee are implemented in response to the amended Corporate Governance Code and the Listing Rules which will come into effect on 1 July 2025. The Board believes that the character, interpersonal relationships and frontline work experience of Mr. Chan and Ms. Chen will bring new insights and innovations to the Nomination Committee.

The Board would like to take this opportunity to welcome Mr. Chan and Ms. Chen in their new roles.

By order of the Board
Zhong Ao Home Group Limited
LIU Jian
Chairman and Chief Executive Officer

Hong Kong, 5 June 2025

As at the date of this announcement, our executive directors are Mr. Liu Jian, Ms. Chen Zhuo, Mr. Liang Bing and Mr. Long Weimin, our non-executive directors are Ms. Jin Keli and Ms. Xu Yaping, and our independent non-executive directors are Mr. Chan Wai Cheung, Admiral, Mr. Chan Ka Leung, Kevin and Mr. Yang Jianpeng.