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**Jiyi Holdings Limited**

**集一控股有限公司**

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

**(Stock Code: 1495)**

**(I) APPOINTMENT OF DIRECTORS;  
(II) RESIGNATION OF DIRECTORS;  
(III) RESIGNATION OF CHIEF EXECUTIVE OFFICER;  
(IV) CHANGE OF AUTHORISED REPRESENTATIVE; AND  
(V) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Jiyi Holdings Limited (the “**Company**”, together with the subsidiaries, the “**Group**”) hereby announces that the following events of the Company.

**APPOINTMENT OF DIRECTORS**

The Board is pleased to announce that Mr. Yu Runkun (“**Mr. Yu**”) has been appointed as an executive Director and the chairman of the Board with effect from 6 June 2025.

Mr. Yu, aged 39, is responsible for the Company’s strategic management, investor relations, business development, corporate finance and legal and regulatory compliance of the Group. Mr. Yu holds a bachelor’s degree in financial management from Guangdong Ocean University. Mr. Yu joined the Group in May 2011 and worked as a finance manager in the accounting and finance department of Guangdong Jiyi Household Building Materials Chain Company Limited (廣東集一家居建材連鎖有限公司) until December 2013. From January 2014 to July 2017, he was re-designated as the director of internal audit department of the Group, and was mainly responsible for conducting independent assessments of the Group’s operations, risk management, establishing organisational and departmental internal controls, identifying areas for improvement, and supporting the achievement of the Group’s strategic and business objectives. From August 2017 to December 2023, he served as the finance director of the Group and was mainly responsible for overseeing the Group’s financial accounting and reporting, financial operations, strategic financial planning, taxation and ensuring the Group’s compliance with relevant corporate regulations. From December 2023 to June 2025, he served as chief executive officer of the Company.

The Company has entered into a service agreement with Mr. Yu for a term of three years commencing from the date of appointment. Mr. Yu is subject to retirement by rotation and re-election at the next annual general meeting in accordance with the articles of association of the Company.

Save as disclosed in this announcement, to the best knowledge of the Directors, as at the date of this announcement, Mr. Yu (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”), and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Yu that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

The Board would like to express its welcome to Mr. Yu for joining the Board.

The Board is pleased to announce that Ms. Zhang Chuwen (“**Ms. Zhang**”) has been appointed as an independent non-executive Director with effect from 6 June 2025.

Ms. Zhang, aged 35, has 14 years of experience in finance. She graduated from Guangdong Xinan Vocational and Technical College\* (廣東新安職業技術學院) with a degree in finance in 2011. In May 2021, she obtained the Junior Accounting Professional Qualification Certificate from the Ministry of Finance of China.

From July 2011 to October 2013, she worked as an accountant at Shenzhen Dafu Lai Industrial Group Company Limited, a company involved in trade, building materials, and property leasing. Her primary responsibility was managing the company's accounting tasks. From November 2013 to April 2018, she served as an accountant at Shenzhen Zhongqi Xinxing E-Commerce Company Limited, which specialises in third-party credit services and comprehensive business registration services for online merchants. She was responsible for the company's accounting work. From April 2018 to September 2019, she worked as an accountant at Shenzhen Flashback Technology Company Limited, a company focused on the second-hand mobile phone recycling business. Her main role was to handle the accounting functions. Since October 2019, she has been the Finance Supervisor at Zhongfeng Distillery Group Company Limited, a company that produces and sells alcoholic beverages, where she oversees the accounting and financial operations.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Ms. Zhang (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the SFO, and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and, (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, there is no other information relating to the appointment of Ms. Zhang that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Ms. Zhang further confirmed with the Company (i) her independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that she 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 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 would like to express its welcome to Ms. Zhang for joining the Board.

The Board is pleased to announce that Mr. Wei Zhihang (“**Mr. Wei**”) has been appointed as an independent non-executive Director with effect from 6 June 2025.

Mr. Wei, aged 39, is an accomplished finance professional with over 15 years of experience in financial management. He holds a Bachelor's degree in Accounting from Jinan University and is currently pursuing a Master's degree in Economics at Zhongnan University of Economics and Law. Mr. Wei serves as the Chief Financial Officer at Guozhong (Shenzhen) Digital Research Group, where he oversees financial strategy and operations. Previously, he held senior roles in tax management and financial analysis, demonstrating expertise in corporate governance, compliance, and risk management. Mr. Wei is recognised for his strong leadership, analytical skills, and commitment to delivering value through effective financial practices.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Mr. Wei (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the SFO, and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and, (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Wei that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Wei further confirmed with the Company (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that 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 in the Listing Rules) of the Company; and, (iii) that there are no other factors that may affect his independence at the time of his appointment.

The Board would like to express its welcome to Mr. Wei for joining the Board.

The Board is pleased to announce that Mr. Chi Shimin (“**Mr. Chi**”) has been appointed as an independent non-executive Director with effect from 6 June 2025.

Mr. Chi, aged 42, received a Bachelor's degree in Business Administration from Hebei University of Economics and Business in July 2006. He has over 15 years of experience in the finance industry and possesses cross-sector management expertise, covering finance, legal services, and technology. He is skilled in corporate governance, compliance risk management, and strategic investment.

He is currently the General Manager of Shenzhen Hexin Legal Services Company, where he is responsible for the company's strategic planning and legal operations. Additionally, he serves as the General Manager of Yuhua Technology Information Co., Ltd., leading business operations and the expansion of financial technology services.

Save as disclosed herein, to the best knowledge of the Directors, as at the date of this announcement, Mr. Chi (i) does not have any relationship with any directors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not have any interest in the securities of the Company or any of its associated corporations within the meaning of Part XV of the SFO, and does not hold any other position with the Company or any of its subsidiaries; (iii) does not hold any other major appointments and professional qualifications; and, (iv) has not held any directorship in the last three years in public companies the securities of which are listed on any securities market in Hong Kong or overseas.

Save as disclosed in this announcement, there is no other information relating to the appointment of Mr. Chi that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Chi further confirmed with the Company (i) his independence as regards each of the factors referred to in Rule 3.13 of the Listing Rules; (ii) that 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 in the Listing Rules) of the Company; and, (iii) that there are no other factors that may affect his independence at the time of his appointment.

The Board would like to express its welcome to Mr. Chi for joining the Board.

## RESIGNATION OF DIRECTORS

Immediately after the appointment of Directors as listed above, the Board wishes to announce that, with effect from 6 June 2025, Ms. Hou Wei (“**Ms. Hou**”), Mr. Liu Xianxiu (“**Mr. Liu**”) and Mr. Yang Baikang (“**Mr. Yang**”) have tendered their resignation as the executive Directors of the Company, Mr. Hou Bo has tendered his resignation as the non-executive Director of the Company, and Mr. Hou Lianchang and Mr. Chen Zenghua (“**Mr. Chen**”) have tendered their resignation as the independent non-executive Directors of the Company, to devote more time to their respective other business engagements.

Mr. Hou Lianchang also ceased to be the chairman of the Remuneration Committee and the members of the Audit Committee and Nomination Committee of the Company with effect from 6 June 2025.

Mr. Chen also ceased to be the chairman of the Audit Committee and the members of the Remuneration Committee and Nomination Committee of the Company with effect from 6 June 2025.

Each of Ms. Hou, Mr. Liu, Mr. Yang, Mr. Hou Bo, Mr. Hou Lianchang, and Mr. Chen has confirmed with the Board that they have no disagreement with the Board and there are no matters regarding their respective resignation which need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its appreciation to each of Ms. Hou, Mr. Liu, Mr. Yang, Mr. Hou Bo, Mr. Hou Lianchang, and Mr. Chen for their valuable contribution to the Company during their respective tenure of offices as Directors.

## RESIGNATION OF CHIEF EXECUTIVE OFFICER

The Board hereby announces that Mr. Yu has resigned as the Chief Executive Officer of the Company with effect from 6 June 2025 to devote more time to his office as Director.

The Board would like to take this opportunity to express its appreciation to Mr. Yu for his valuable contributions to the Company during his tenure of office as the Chief Executive Officer of the Company.

Following the resignation of Mr. Yu as Chief Executive Officer of the Company, the Chief Executive Officer of the Company is vacant and the Company in the course of recruiting suitable candidate for the Chief Executive Officer of the Company.

## CHANGE OF AUTHORISED REPRESENTATIVE

The Board hereby announces that, with effective from 6 June 2025, Ms. Hou ceased to act as the authorised representative of the Company (the “**Authorised Representative under the Listing Rules**”) as required under Rule 3.05 of the Listing Rules and the authorised representative of the Company for accepting service of process and notices on behalf of the Company in Hong Kong as required under Part 16 of the Companies Ordinance (the “**Authorised Representative under the Companies Ordinance**”) (Chapter 622 of the Laws of Hong Kong) (the “**Companies Ordinance**”) to devote more time to her other business engagements.

Ms. Hou has confirmed with the Board that she has no disagreement with the Board and there are no matters regarding his resignation which need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board is pleased to announce that, with effect from 6 June 2025, Mr. Yu has been appointed as Authorised Representative under the Listing Rules and Authorised Representative under the Companies Ordinance of the Company.

## CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that with effect from 6 June 2025,

- Ms. Zhang has been appointed as the chairman of Remuneration Committee and a member of each of the Audit Committee and Nomination Committee;
- Mr. Wei has been appointed as the chairman of Nomination Committee and a member of each of the Audit Committee and Remuneration Committee; and
- Mr. Chi has been appointed as the chairman of Audit Committee and a member of each of the Nomination Committee and Remuneration Committee.

Following the appointment of Ms. Zhang, Mr. Wei and Mr. Chi, (a) the number of independent non-executive Directors meets the minimum number as required under Rule 3.10(1) of the Listing Rules; (b) the number of the audit committee members meets the minimum number as required under Rule 3.21 of the Listing Rules; and (c) the number of independent non-executive Director represents at least one-third of the Board members as required under Rule 3.10A of the Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 April 2024 and will remain suspended until further notice. The Company will make further announcement(s) as and when appropriate.

**The Shareholders and potential investors of the Company should exercise caution when dealing in the Shares or other securities of the Company, and if they are in any doubt about their position, they should consult their independent professional adviser(s).**

By order of the Board  
**Jiyi Holdings Limited**  
**Yu Runkun**  
*Chairman and Executive Director*

Hong Kong, 6 June 2025

*As at the date of this announcement, Mr. Yu Runkun is the executive Director of the Company, and Ms. Zhang Chuwen, Mr. Wei Zhihang and Mr. Chi Shimin are the independent non-executive Directors of the Company.*