

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Nanfang Communication Holdings Limited
南方通信控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1617)

CHANGE OF CHAIRMAN OF THE BOARD
AND
CHANGE IN COMPOSITION OF THE NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Nanfang Communication Holdings Limited (the “**Company**”) hereby announces, after consideration and approval by the Nomination Committee and the Board, the following changes to the composition of the Board and the nomination committee of the Company (“**Nomination Committee**”) with effect from 1 July 2025:

- (1) Mr. Yu Jinlai will cease to act as the Chairman of the Board and the Chairman of the Nomination Committee, and will remain as a non-executive Director of the Company; and
- (2) Ms. Yu Rumin (“**Ms. Yu**”), an executive Director of the Company, will be appointed as the Chairman of the Nomination Committee and has been elected by the Board as the Chairman of the Board.

After the above changes, the Nomination Committee will be composed of one executive Director, namely, Ms. Yu and two independent non-executive Directors, namely, Mr. Chan Kai Wing and Mr. Liu Cheng Yi. Ms. Yu is the Chairman of the Nomination Committee.

The above changes are made in response to the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, which will come into effect on 1 July 2025. The Board is convinced that implementing these changes could strengthen the effectiveness and diversity of the Board, and further enhance the level of corporate governance practices of the Company as a whole.

The brief biographical details of Ms. Yu are set out as follows:

Ms. Yu Rumin (於茹敏女士), aged 48, was appointed as our Director on 10 May 2016 and designated as our executive Director on 22 June 2016. Ms. Yu joined our Group as a manager in the enamelled wire business development department of Jiangsu Nanfang Communication Technology Company Limited* (江蘇南方通信科技有限公司) (“**Nanfang Communication**”) in May 2001 and was appointed as a vice general manager of Nanfang Communication in October 2011. Ms. Yu is primarily responsible for overseeing business development, financial control and human resources management. Ms. Yu is also a director of each of Century Planet Limited, Nanfang Communication Group Limited, Jiangsu Yingke Communication Technology Company Limited* (江蘇盈科通信科技有限公司), Jiangsu Nanfang Optic Electric Technology Company Limited* (江蘇南方光纖科技有限公司), Gold Image Limited and Pacific Smart Limited.

Ms. Yu graduated from Jiangsu Teachers University of Technology (江蘇技術師範學院) (currently known as Jiangsu University of Technology (江蘇理工學院)) in July 2004 with a major of financial accounting education. She is a qualified senior economist (高級經濟師) and a certified tax planner (註冊納稅籌劃師). Ms. Yu has over 20 years of experience in communication optical cable industry. Prior to joining the Group, Ms. Yu worked for Luoyang Town’s People’s Government of Wujin District (武進區洛陽鎮人民政府) between 1996 and 2001.

Ms. Yu has entered into a service contract with the Company for an initial term of three years commencing from 12 December 2016 and renewable for any successive terms upon the date of expiry of each three-year period, but will be subject to retirement by rotation and eligible for re-election pursuant to the Articles of Association. On 25 June 2025, Ms. Yu was re-elected as the executive Director of the Company in the 2025 annual general meeting for a further term of three years. Ms. Yu is entitled to receive the current rate of annual remuneration of RMB300,000 as well as discretionary bonus and other benefits, which was determined by the Board with reference to her responsibilities, experience, performance and the prevailing market conditions.

As at the date of this announcement, Ms. Yu is the (i) spouse of Mr. Shi Ming, an executive Director of the Company ; (ii) sister of Ms. Yu Ruping, an executive Director of the Company ; and (iii) daughter of Mr. Yu Jinlai, the non-executive Director of the Company and the Chairman of the Board.

As at the date of this announcement, Ms. Yu is a controlling shareholder of the Company. As founder of a discretionary trust, she is taken to be interested in the 840,000,000 shares held by Pacific Mind Development Limited by virtue of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”). Further, Ms. Yu is personally interested in 14,784,000 Shares and is deemed to be interested in the 56,184,000 shares held by Mr. Shi Ming under the SFO as interests of spouse. As a result, Ms. Yu is interested in 910,968,000 shares, representing approximately 56.02% of the total number of shares of the Company.

Save as disclosed above, as at the date of this announcement, Ms. Yu (i) has not held any directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have any relationship with any directors, supervisors, senior management, or substantial or controlling shareholder of the Company; (iii) does not hold any other positions in the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Ms. Yu also confirmed that there is no other information to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and the Company is not aware of any other matter that needs to be brought to the attention of the shareholders of the Company in relation to the above change.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Yu Jinlai for his invaluable contributions to the Group and leadership to the Board.

For and on behalf of the Board
Nanfang Communication Holdings Limited
Yu Jinlai
Chairman

Hong Kong, 30 June 2025

As at the date of this announcement, the executive Directors are Mr. Shi Ming (chief executive officer), Ms. Yu Rumin and Ms. Yu Ruping; the non-executive Director is Mr. Yu Jinlai (chairman); and the independent non-executive Directors are Mr. Chan Kai Wing and Mr. Liu Cheng Yi.