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**zhenro 正榮服務**  
**ZHENRO SERVICES GROUP LIMITED**  
**正榮服務集團有限公司**  
*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 6958)**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,  
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company (the “**Company**”) announces that Mr. Zhang Wei (“**Mr. Zhang**”) has tendered his resignation as an independent non-executive Director of the Company, the chairman of the audit committee of the Company, and a member of remuneration committee of the Company with effect from 1 September 2025, due to his other business and work commitments.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Zhang for his valuable contribution to the Group during his term of office.

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that Mr. Zheng Yilei (“**Mr. Zheng**”) will be appointed as an independent non-executive Director and a member of each of the audit committee and nomination committee of the Company with effect from 1 September 2025.

Mr. Zheng, aged 46, has extensive experience in corporate law practice. From December 2003 to August 2006, Mr. Zheng served as a lawyer at King & Wood Mallesons Shanghai Office\* (金杜律師事務所上海分所). From September 2006 to September 2008, Mr. Zheng served as a senior Chinese legal advisor at Jones Day Shanghai Office\* (眾達律師事務所上海代表處). From September 2008 to August 2011, Mr. Zheng served as a senior associate at Fangda Partners Beijing Office\* (方達律師事務所北京辦公室). From August 2011 to January 2018, Mr. Zheng served as a partner at Jingtian & Gongcheng\* (競天公誠律師事務所). Since January 2018, Mr. Zheng has been serving as a partner at Tian Yuan Law Firm\* (天元律師事務所). From May 2016 to August 2021, Mr. Zheng served as an independent non-executive director at MH Development Limited (美好發展集團有限公司) (formerly known as Fittec International Group Limited (奕達國際集團有限公司) and Camsing International Holding Limited (承興國際控股有限公司)), a company formerly listed on the Stock Exchange with stock code: 2662 and the listing of its shares has been canceled since 2 September 2021.

Mr. Zheng obtained a bachelor's degree in law from Peking University in 2001. He obtained an LL.M degree from the Transnational Law & Business University in 2003 and also an LL.M degree from the Law School of University of California, Berkeley in 2011.

Mr. Zheng has entered into a letter of appointment with the Company for a term of three years commencing from 1 September 2025, and will continue thereafter until terminated by either party thereto giving to the other not less than three months' prior notice in writing. Mr. Zheng is entitled to a remuneration of RMB60,000 per annum in relation to his appointment as an independent non-executive Director, which was determined based on his duties and responsibilities, remuneration benchmark in the industry and the prevailing market conditions. Mr. Zheng's appointment will be effective until the next annual general meeting of the Company and Mr. Zheng will be eligible for re-election in accordance with the amended and restated articles of association of the Company.

Save as disclosed, as the date of this announcement, Mr. Zheng (i) did not hold any position in the Company or other members of the Group; (ii) did not hold any directorship in any public companies, the securities of which are listed in Hong Kong or overseas, in the last three years preceding the date of this announcement; (iii) was not interested in and did not have any interest in any shares of the Company (the "**Shares**") or underlying Shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; and (iv) was not connected and had no relationship with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")).

Mr. Zheng has confirmed (a) his independence as regards to each of the factors contained in Rule 3.13(1) to (8) of the Listing Rules; (b) 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 persons (as such term is defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

As at the date of this announcement, save as disclosed above, to the best knowledge of the Board, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Zheng that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warm welcome to Mr. Zheng for his appointment as a member of the Board.

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

The Board announces that composition of the following committees of the Company has been changed as follows with effect from 1 September 2025:

(a) Nomination Committee:

- (i) Mr. Au Yeung Po Fung has resigned as a member of nomination committee of the Company.
- (ii) Mr. Zheng has been appointed as a member of nomination committee of the Company.

Following the effectiveness of the above changes, the nomination committee of the Company will consist of Mr. Liu Weiliang, a non-executive Director and the chairman of the nomination committee, and two independent non-executive Directors, namely Ms. Wei Qin ("**Ms. Wei**") and Mr. Zheng.

(b) Remuneration Committee:

- (i) Mr. Zhang has resigned as a member of remuneration committee of the Company.
- (ii) Mr. Deng Li has resigned as a member of remuneration committee of the Company.
- (iii) Mr. Wang Zhiming has been appointed as a member of remuneration committee of the Company.
- (iv) Ms. Wei has been appointed as a member of remuneration committee of the Company.

Following the effectiveness of the above changes, the remuneration committee of the Company will consist of Mr. Wang Zhiming, a non-executive Director, and two independent non-executive Directors, namely Mr. Au Yeung Po Fung, the chairman of remuneration committee, and Ms. Wei.

(c) Audit Committee:

- (i) Mr. Zhang has resigned as the chairman of audit committee of the Company.
- (ii) Mr. Zheng has been appointed as a member of audit committee of the Company.
- (iii) Ms. Wei has been appointed as the chairman of audit committee of the Company.

Following the effectiveness of the above changes, the audit committee of the Company will consist of Mr. Liu Weiliang, a non-executive Director, and two independent non-executive Directors, namely Ms. Wei, the chairman of audit committee, and Mr. Zheng.

The updated list of Directors and their membership in each of the committees of the Company will be uploaded on the respective websites of the Company and the Stock Exchange.

By order of the Board  
**Zhenro Services Group Limited**  
**Liu Weiliang**  
*Chairman of the Board*

Hong Kong, 27 August 2025

*As of the date of this announcement, Mr. Deng Li and Mr. Wang Wei are the executive Directors; Mr. Liu Weiliang and Mr. Wang Zhiming are the non-executive Directors; and Mr. Au Yeung Po Fung, Mr. Zhang Wei and Ms. Wei Qin are the independent non-executive Directors.*

\* *For identification purpose only*