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HUA YIN INTERNATIONAL HOLDINGS LIMITED

華音國際控股有限公司

(Incorporated in Bermuda with limited liability)
(Stock Code: 989)

(1) MATTERS RELATING TO RULES 3.10(1), 3.21 AND 13.92 OF THE LISTING RULES; AND (2) NON-COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of Hua Yin International Holdings Limited (the "**Company**") dated 30 May 2025 (the "**Announcement**") in relation to, among others, the change of directors and the non-compliance with the Listing Rules with respect to the composition of the Board. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

MATTERS RELATING TO RULES 3.10(1) AND 3.21 OF THE LISTING RULES

Pursuant to Rules 3.11 and 3.23 of the Listing Rules, the Company is required to appoint at least three independent non-executive directors ("**INED(s)**") and every listed issuer must establish an audit committee comprising non-executive directors only and the audit committee must comprise a minimum of three members within three months after failing to meet the requirements under Rules 3.10(1) and 3.21 of the Listing Rules, in order to comply with the aforesaid requirements. As at the date of this announcement, the Company still does not meet the requirements under Rules 3.10(1) and 3.21 of the Listing Rules.

MATTERS RELATING TO RULE 13.92 OF THE LISTING RULES

Pursuant to Rule 13.92 of the Listing Rules, the Stock Exchange will not consider diversity to be achieved for a single gender board. As at the date of this announcement, the Company still has a single gender board which does not meet the requirement under Rule 13.92 of the Listing Rules.

Initially, the Company would like to appoint a female INED in order to fulfill the compliance of Rules 3.10(1), 3.21 and 13.92 of the Listing Rules. Nevertheless, identifying a suitable female candidate is challenging due to several factors, including stringent qualification requirements, a limited talent pool of experienced female candidates in the relevant industry and the need to ensure compliance with independence criteria. The availability of suitable candidates and market competition for experienced female professionals have also contributed to the difficulty and delay.

As an alternative, the Company is also open to identifying (i) a suitable male candidate to be appointed as an INED; and (ii) a qualified female candidate as an executive or non-executive Director. The Company remains committed to maintaining a diverse and balanced board composition, and providing the Board with appropriate experience and expertise that will contribute to the Company as a whole.

As such, the Company requires additional time to achieve board diversity. The appointment is targeted to be completed within the fourth quarter of 2025 for compliance with Rule 13.92 of the Listing Rules. The Company will continue to make every effort to finalise the appointment as soon as possible so as to ensure a diverse and balanced board composition.

The Company will make further announcement(s) as and when appropriate.

By order of the Board
Hua Yin International Holdings Limited
Ng Man Kit Micky
Company Secretary

Hong Kong, 29 August 2025

As at the date of this announcement, the executive Directors are Mr. Li Junjie, Mr. Cong Peifeng and Mr. Xu Yingchuan (Acting Chairperson); the non-executive Directors are Mr. Cui Mindong and Mr. Chiu Sin Nang, Kenny; and the independent non-executive Directors are Mr. Tsang Hung Kei and Mr. Wang Xiaochu.