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## **CHANGE OF DIRECTORS AND MEMBERS OF BOARD COMMITTEES**

The Board announces that with effect from 30 August 2025,

- (i) Ms. Chen Hui has resigned as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company;
- (ii) Mr. Cheung Adrian Jeremy Ka Hing has been appointed as an independent non-executive Director, a member of each of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company; and
- (iii) Ms. Xu Xiujuan has been appointed as a non-executive Director.

### **RESIGNATION OF DIRECTOR**

The Board (the “**Board**”) of Directors (the “**Director(s)**”) of Z Fin Limited (the “**Company**” and its subsidiaries, collectively the “**Group**”) hereby announces that Ms. Chen Hui has tendered her resignation as an independent non-executive Director with effect from 30 August 2025 due to other personal and business commitments.

Ms. Chen Hui has confirmed that she has no disagreement with the Board and there are no other matters that need to be brought to the attention of holders of securities of the Company in connection with her resignation as an independent non-executive Director.

The Company would like to express its sincere gratitude to Ms. Chen Hui for her valuable contribution to the Board and the Company during her term of office.

## APPOINTMENT OF DIRECTORS

The Board is pleased to announce that with effect from 30 August 2025, (i) Mr. Cheung Adrian Jeremy Ka Hing (“**Mr. Cheung**”) has been appointed as an independent non-executive Director; and (ii) Ms. Xu Xiujuan (“**Ms. Xu**”) has been appointed as a non-executive Director.

Set out below are the biographical details of the newly appointed Directors:

### **Mr. Cheung**

Mr. Cheung, aged 36, graduated from the University of Cambridge, United Kingdom with a Bachelor of Arts degree in Law and a Master of Arts degree in Law. He joined The Garden Company Limited (“**Garden**”) in 2018 and was appointed as an executive director of Garden in December 2021. He previously was a dual-qualified corporate lawyer in both Hong Kong and England & Wales.

Pursuant to the letter of appointment, as an independent non-executive Director, entered into between Mr. Cheung and the Company on 29 August 2025, Mr. Cheung has been appointed for a term from the date of his appointment to 31 December 2026 and is subject to retirement and re-election under the provisions of the bye-laws of the Company (the “**Bye-laws**”). He is entitled to an annual director’s remuneration of HK\$250,000 (on a pro rata basis according to the actual tenure of services) payable in two equal instalments which is determined by the Board (with authorization of the shareholders of the Company (the “**Shareholders**”)) based on the review and recommendation from the Remuneration Committee of the Company with reference to his duties and responsibilities with the Company, the Company’s performance and the prevailing market situation.

Mr. Cheung confirmed that (a) he has met the independence criteria set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (b) he has no past or present financial or other interest in the business of the Group or any connection with any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) there are no other factors that may affect his independence at the time of his appointment.

### **Ms. Xu**

Ms. Xu, aged 34, graduated with a Bachelor degree in Economics from Fudan University and a Master degree of Business Administration in Finance from Shanghai Jiao Tong University. Ms. Xu joined Sinolink Worldwide (HK) Company Limited (“**Sinolink HK**”), a subsidiary of the Company, in 2024, as the managing director of the corporate development department. She joined ZhongAn Online P&C Insurance Co., Ltd. in 2019 and currently serves as the president of capital planning. Prior to this, Ms. Xu worked at leading multinational private equity firm and top financial consulting institution, gaining extensive experience in strategy, capital markets, and investments.

Pursuant to the letter of appointment, as a non-executive Director, entered into between Ms. Xu and the Company on 29 August 2025, Ms. Xu has been appointed for a term from the date of her appointment to 31 December 2026 and is subject to retirement and re-election under the provisions of Bye-laws. Ms. Xu, as a non-executive Director, is not entitled to any director's remuneration. Pursuant to the employment contract entered into between Sinolink HK and Ms. Xu on 1 July 2024, she is entitled to a monthly salary of RMB77,000 and a discretionary bonus as managing director of the corporate development department of Sinolink HK. Her salary, bonus and/or allowance, if any, are determined by the Board based on the review and recommendation from the Remuneration Committee of the Company with reference to her duties and responsibilities within the Group, the Company's performance and the prevailing market situation. As at the date of this announcement, Ms. Xu has personal interest in 34,000 shares of the Company.

Save as disclosed above, as at the date of this announcement, each of the newly appointed Directors: (i) did not have any other relationship with any other director, senior management or substantial or controlling shareholders of the Company (within the definition of the Listing Rules); (ii) did not have any interest in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) did not hold any other position with any member of the Group; (iv) had not held any directorship in any other companies listed in Hong Kong or overseas in the last three years; (v) had no other major appointment or professional qualification; and (vi) had no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules nor any other matter that needs to be brought to the attention of the Shareholders.

The Board would like to express its warm welcome to Mr. Cheung and Ms. Xu to the Board.

## **CHANGE IN MEMBERS OF BOARD COMMITTEES**

The Board further announces that Ms. Chen Hui has resigned and Mr. Cheung has been appointed as a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company with effect from 30 August 2025.

By Order of the Board  
**Z Fin Limited**  
**Tang Yui Man Francis**  
*Chairman and Chief Executive Officer*

Hong Kong, 29 August 2025

*As at the date of this announcement, the Board comprises Mr. Tang Yui Man Francis (Chairman of the Board and Chief Executive Officer) as executive Director; Mr. Ou Jin Yi Hugo and Mr. Ou Jin Yao Norris as non-executive Directors; and Ms. Chen Hui, Mr. Tian Jin and Mr. Xin Luo Lin as independent non-executive Directors.*