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CALB Group Co., Ltd.

中創新航科技集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3931)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Resignation of Independent Non-executive Director

The board of directors (the “**Board**”) of CALB Group Co., Ltd. (the “**Company**”) recently received the written resignation from Mr. Wu Guangquan (“**Mr. Wu**”), an independent non-executive Director of the Company. Mr. Wu has tendered his resignation from the office of the independent non-executive Director of the second session of the Board of the Company due to personal work adjustments, and has simultaneously resigned from the office of the chairman of the remuneration committee (the “**Remuneration Committee**”), the member of the nomination committee (the “**Nomination Committee**”) and the member of the audit committee (the “**Audit Committee**”) of the Board. Upon the resignation of Mr. Wu taking effect, Mr. Wu will cease to hold any position in the Company, and he has confirmed to the Board that he has no disagreement with the Board and that there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and/or The Stock Exchange of Hong Kong Limited.

To ensure the continuity of the work of the Board, Mr. Wu’s resignation shall take effect from the date of the election of a new independent non-executive Director at the extraordinary general meeting of the Company to fill the vacancy arising from his resignation. Before a new independent non-executive Director is elected at the extraordinary general meeting of the Company, Mr. Wu will continue to perform his duties in accordance with the relevant laws and regulations and the articles of association of the Company (the “**Articles of Association**”).

The Board would like to take this opportunity to express their sincere appreciation to Mr. Wu for his contributions to the Company during his term of office.

Proposed Appointment of Independent Non-executive Director

The Company convened a Board meeting on 16 September 2025. The Board is pleased to announce that, pursuant to the Articles of Association and the Company Law of the People’s Republic of China (the “**Company Law**”), it is agreed to nominate Ms. Xiao Wen (“**Ms. Xiao**”) as a candidate for the independent non-executive Director of the second session of the Board of the Company. The appointment of Ms. Xiao as an independent non-executive Director of the Company is subject to the approval of the Shareholders at the extraordinary general meeting of the Company.

As at the date of this announcement, the Company has not entered into a Director service contract with Ms. Xiao. The Board proposes to appoint Ms. Xiao as an independent non-executive Director of the Company, and unless adjustment is required by the relevant applicable laws and regulations, the term of office of Ms. Xiao shall be the same as the second session of the Board. The independent non-executive Directors will each receive a director's fee of RMB240,000 per annum (before tax), which was determined with reference to their qualifications, experience and level of responsibilities undertaken and the prevailing market conditions and is subject to review by the Remuneration Committee and the Board of the Company from time to time. Details of Directors' remuneration will be disclosed in the Company's annual reports.

As at the date of this announcement, the candidate for independent non-executive Director, namely Ms. Xiao has confirmed that (i) she complies with all independence factors 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**"); (ii) she has no past or present financial or other interest in the business of the Company and its subsidiaries, nor any connection with any core connected persons (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence upon appointment. The Board also believes that Ms. Xiao meets the independence criteria for independent non-executive Directors set out in Rule 3.13 of the Listing Rules.

The biography of Ms. Xiao, the candidate for independent non-executive Director, is set out in the Appendix to this announcement. As of the date of this announcement and to the best of the Board's knowledge, save as disclosed in this announcement, the candidate for independent non-executive Director, namely Ms. Xiao (i) has not held any directorship or other positions in public companies whose securities are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have any relationship with any director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company, nor has held any position in the Company or any of its subsidiaries; (iii) does not own any interest in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong); (iv) has no information that shall be disclosed pursuant to the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules; and (v) has no other matters that need to be brought to the attention of the shareholders of the Company.

The qualifications of the aforementioned candidate for independent non-executive Director have been reviewed by the Nomination Committee of the Company. The Company will convene an extraordinary general meeting to approve the proposal on the proposed appointment of Ms. Xiao as an independent non-executive Director of the Company. A circular containing, among other things, details of the proposed election of the independent non-executive Director, together with the notice of the extraordinary general meeting, will be published on the website of the Stock Exchange (www.hkexnews.hk) and the Company's website (www.calb-tech.com) where practicable, and will be dispatched to Shareholders who have indicated their preference to receive printed copies in due course.

By order of the Board
CALB Group Co., Ltd.
Liu Jingyu
Chairwoman of the Board,
executive Director and General Manager

Changzhou, PRC
16 September 2025

As at the date of this announcement, the Board comprises Ms. Liu Jingyu and Mr. Dai Ying as executive Directors, Ms. Hu Jing, Mr. Li Jiancun and Ms. Xie Jieping as non-executive Directors, Mr. Wu Guangquan, Mr. Wang Susheng and Mr. Chen Zetong as independent non-executive Directors.

Appendix: Biography of Candidate of Independent Non-Executive Director

Ms. Wen Xiao, born in June 1969, has a wealth of experience in corporate strategy and operations, and corporate governance. Since July 2007, Ms. Xiao has been a faculty member at the University of Electronic Science and Technology of China (UESTC) through its talent recruitment program, focusing her research and teaching on corporate strategy management. She currently holds joint appointments as a professor at the School of Management and Economics and professor at the Advanced Institute of Humanities and Social Sciences, and serves as the chief professor for the “Internet+” undergraduate program (本科“互聯網+”) at UESTC. Additionally, she is a visiting full professor at ISCTE University Institute of Lisbon, Portugal. Her previous roles at UESTC include assistant dean of the School of Management and Economics (2008-2018), director of Executive Development Programs (EDP) (2007-2009), deputy director of the Business Research Center (2018-2024), and director of the UESTC-ISCTE Joint Program of Doctor of Management (2008-2024). From 1990 to July 2007, Ms. Xiao was employed at Chengdu University, where she held the position of executive dean of the School of International Education.

Ms. Xiao is deeply committed to cutting-edge research in corporate strategy theory and operational practice, underpinned by her robust theoretical foundation and sharp business insight. She possesses over 15 years of experience in corporate consulting and executive management training, and provides advisory services to organizations in areas such as strategic planning, organizational change, and digital transformation. Her extensive work has equipped her with a profound grasp of the business models and core challenges prevalent across various industries. Furthermore, she excels at delivering strategic management training and development programs to senior executives, bridging the gap between the academic community and the business community to drive successful strategy implementation.

Ms. Xiao obtained her master’s degree in business administration from UESTC in June 2002 and her doctorate of management in management science and engineering from UESTC in March 2007, with a research focus on corporate strategy and operations. In 2008, her co-authored monograph, *Power Allocation and Managerial Incentives* (《權力配置與經理激勵》) won second prize of the 11th Sichuan Provincial Social Science Outstanding Achievement Award (四川省第十一次社會科學優秀成果獎二等獎).