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朗诗绿色管理

LANDSEA GREEN MANAGEMENT

LANDSEA GREEN MANAGEMENT LIMITED

朗詩綠色管理有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 106)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NON-COMPLIANCE WITH LISTING RULES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of Landsea Green Management Limited (the “**Company**”) hereby announces that, with effect from 19 September 2025:

- (i) Ms. Li Rong has resigned as independent non-executive Director as she would like to devote more time to her other personal endeavours. Following her resignation, Ms. Li Rong ceased to be the chairperson of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of the audit committee (the “**Audit Committee**”), the nomination committee (the “**Nomination Committee**”) and the environmental, social and governance committee (the “**ESG Committee**”) of the Company; and
- (ii) Ms. Han Liping has resigned as independent non-executive Director as she would like to devote more time to her other personal endeavours. Following her resignation, Ms. Han Liping ceased to be the chairperson of the Audit Committee and a member of the Remuneration Committee, the Nomination Committee and the ESG Committee.

Each of Ms. Li Rong and Ms. Han Liping has confirmed that she has no disagreement with the Board and there are no other matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to express its sincere gratitude to Ms. Li Rong and Ms. Han Liping for their valuable contributions and support to the Company during their tenure of office.

NON-COMPLIANCE WITH LISTING RULES

Reference is made to the announcement of the Company dated 25 August 2025 in relation to the resignation of independent non-executive Director and non-compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hone Kong Limited (the “**Listing Rules**”). Following the resignations of Ms. Li Rong and Ms. Han Liping, the Company has:

- (i) no independent non-executive Director, which falls below the minimum number as required under Rule 3.10(1) of the Listing Rules;
- (ii) no independent non-executive Director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules;
- (iii) no number of independent non-executive Directors representing at least one-third of the Board as required under Rule 3.10A of the Listing Rules;
- (iv) no member in the Audit Committee, nor is the Audit Committee chaired by an independent non-executive Director as required under Rule 3.21 of the Listing Rules;
- (v) no member in the Remuneration Committee, nor is the Remuneration Committee chaired by an independent non-executive Director as required under Rule 3.25 of the Listing Rules;
- (vi) no member in the Nomination Committee, nor is the Nomination Committee chaired by the chairman of the Board or an independent non-executive Directors as required under Rule 3.27A of the Listing Rules;
- (vii) a single gender Board and is unable to meet the requirement to have Directors of different genders on the Board under Rule 13.92(2) of the Listing Rules; and
- (viii) no Director of a different gender in the Nomination Committee as required under code provision B.3.5 of the Corporate Governance Code set out in Appendix C1 to the Listing Rules.

The Board is in the process of identifying suitable candidates to fill the vacancies of the independent non-executive Directors, the chairman and/or members of each of the Audit Committee, Remuneration Committee and the Nomination Committee, and will use its best endeavours to ensure that suitable candidates are appointed as soon as practicable pursuant to Rules 3.11, 3.23, 3.27, 3.27C and 13.92 of the Listing Rules.

By order of the Board
Landsea Green Management Limited
Zhang Chenlong
Executive Director

Hong Kong, 19 September 2025

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Zhang Chenlong, and one non-executive Director, namely Mr. Li Huanbin.