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## **INTERNATIONAL GENIUS COMPANY**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 33)**

### **(1) RESIGNATION OF DIRECTOR; (2) CHANGE OF COMPOSITION OF BOARD COMMITTEES; AND (3) NON-COMPLIANCE WITH LISTING RULES**

#### **RESIGNATION OF DIRECTOR**

The board (the “**Board**”) of directors (the “**Director(s)**”) of International Genius Company (the “**Company**”) announces that Ms. Fong Man Julisa (“**Ms. Fong**”) has resigned from her position as an independent non-executive Director of the Company with effect from 22 September 2025 in order to devote more time to her other professional commitments.

Ms. Fong has confirmed that she had no disagreement with the Board in any aspect during her tenure of office and there are no matters relating 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 “**Stock Exchange**”).

The Board would like to express its sincere gratitude to Ms. Fong for her valuable efforts and contributions to the Company during her tenures of office.

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

Following the resignation of Ms. Fong, the Board also announces that, with effect from 22 September 2025:

1. Ms. Fong has ceased to act as a member of the audit committee (the “**Audit Committee**”) and remuneration committee (the “**Remuneration Committee**”) of the Company; and
2. Mr. Pan Yongxiang, the executive Director of the Company, has been appointed as a member of the Remuneration Committee.

## **NON-COMPLIANCE WITH THE LISTING RULES**

Following the resignation of Ms. Fong, the Board comprises of one executive Director, one non-executive Director and two independent non-executive Directors. As a result of the foregoing, the Company is not in compliance with the requirements of (i) Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) that the Board must include at least three independent non-executive Directors; and (ii) Rule 3.21 of the Listing Rules that the Audit Committee must comprise a minimum of three members.

The Company is in the process of identifying suitable candidate(s) to fill the vacancies of independent non-executive Director, the member of the Audit Committee in order to meet the aforementioned Listing Rules requirements, and will use its best endeavors to ensure a suitable candidate is appointed as soon as practicable, in any event within three months from the date hereof. Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board  
**INTERNATIONAL GENIUS COMPANY**  
*Executive Director*  
**Mr. Pan Yongxiang**

Hong Kong, 22 September 2025

*As at the date of this announcement, the Company’s (i) executive Director is Mr. Pan Yongxiang; (ii) the non-executive Director is Ms. Yang Na; and (iii) the independent non-executive Directors are Mr. Wang Jun Sheng and Mr. Yip Tze Wai Albert.*