

The Hong Kong Exchanges and Clearing Limited and the Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



南京三寶科技股份有限公司
NANJING SAMPLE TECHNOLOGY CO.,LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1708)

(1) PROPOSED REMOVAL OF NON-EXECUTIVE DIRECTOR
(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS, AND
FROM POSITIONS IN AUDIT COMMITTEE, REMUNERATION COMMITTEE AND
NOMINATION COMMITTEE
(3) PROPOSED APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
(4) CHANGE OF AUTHORISED REPRESENTATIVE

The Board of Directors hereby announces the following proposals and changes:

- (1) The Board proposes to seek Shareholders' approval for the removal of Mr. Sha Min as a non-executive Director of the Company. The proposed removal of Mr. Sha will become effective upon approval by the Shareholders and the election of a new director to fill his vacancy at the general meeting of the Company.
- (2) Mr. Gao Lihui and Mr. Hu Hanhui have tendered their resignations as independent non-executive Directors and from their respective positions in the audit committee, the remuneration committee and the nomination committee of the Company. Their resignations will be effective upon the election of new Directors to fill their respective vacancies at the general meeting of the Company.
- (3) The Board proposes to seek Shareholders' approval for the appointment of Mr. Zhang Chengji as a non-executive Director of the Company, and the appointments of Mr. Zhang Bin and Ms. Xu Gaoyan as independent non-executive Directors of the Company. The proposed appointments of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan will be effective upon approval by the Shareholders at the general meeting of the Company.

- (4) Mr. Ma Fengkui, an executive Director of the Company, has tendered his resignation as Authorised Representative. Mr. Liu Fei, an executive Director (chairman and chief executive officer) of the Company, has been appointed as Authorised Representative. The change of Authorised Representative has been effective from 27 November 2025.

Pursuant to the articles of association of the Company, the proposed removal of Mr. Sha Min as a non-executive Director of the Company, the proposed appointment of Mr. Zhang Chengji as a non-executive Director of the Company, and the proposed appointments of Mr. Zhang Bin and Ms. Xu Gaoyan as independent non-executive Directors of the Company shall be subject to Shareholders' approval by way of ordinary resolutions at an extraordinary general meeting of the Company to be convened. A circular containing, among other things, details of the above proposed removal and proposed appointments and the notice of the EGM will be despatched to the Shareholders in due course.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Nanjing Sample Technology Co., Limited* (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces the following proposals and changes:

(1) PROPOSED REMOVAL OF NON-EXECUTIVE DIRECTOR

Mr. Sha Min (“**Mr. Sha**”), a non-executive Director of the Company, has been unable to devote sufficient time to participate in the affairs of the Board due to his personal commitments. Therefore, the Board proposes to seek Shareholders' approval for the removal of Mr. Sha as a non-executive Director of the Company. The removal of Mr. Sha will become effective upon approval by the Shareholders and the election of a new Director to fill his vacancy at the general meeting of the Company. The Company confirms that Mr. Sha has no disagreement with the Board and is not aware of any matter relating to his removal that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

(2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND FROM THEIR RESPECTIVE POSITIONS IN AUDIT COMMITTEE, REMUNERATION COMMITTEE AND NOMINATION COMMITTEE

Mr. Gao Lihui (“**Mr. Gao**”) has tendered his resignation as an independent non-executive Director of the Company, a member of the remuneration committee of the Company, and the chairman and a member of the audit committee of the Company, in order to devote more time to his other personal commitments.

Mr. Hu Hanhui (“**Mr. Hu**”) has tendered his resignation as an independent non-executive Director of the Company, a member of the audit committee of the Company, and the chairman and a member of each of the remuneration committee and the nomination committee of the Company, due to his advanced age and declining energy.

The above resignations of Mr. Gao and Mr. Hu will be effective upon the election of new Directors by the Shareholders to fill their respective vacancies at the general meeting of the Company. Each of Mr. Gao and Mr. Hu has confirmed that he has no disagreement with the Board and is not aware of any matter relating to his resignation that needs to be brought to the attention of the Shareholders and the Stock Exchange.

(3) PROPOSED APPOINTMENTS OF NON-EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board proposes to seek Shareholders' approval for the appointment of Mr. Zhang Chengji as a non-executive Director of the Company, and the appointments of Mr. Zhang Bin and Ms. Xu Gaoyan as an independent non-executive Directors of the Company. The proposed appointments of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan will be effective upon approval by the Shareholders at the general meeting.

Set out below are the biographical details of Mr. Zhang Chengji, Mr. Zhang Bin and Ms. Xu Gaoyan:

Mr. Zhang Chengji, aged 43, holds a bachelor's degree in engineering management and is a senior engineer. Mr. Zhang Chengji graduated from Qingdao University of Technology (青島理工大學) in 2006, and worked at Qingjian Group Co., Ltd.* (青建集團股份公司) from October 2006 to February 2013, serving as technician and chief project engineer. Since March 2013, he has served as head of the engineering department and deputy general manager of Qingdao West Coast New Area Development Construction Co., Ltd.* (青島西海岸新區開發建設有限公司), a wholly-owned subsidiary of Qingdao Haifa State-owned Capital Investment & Operation Group Co., Ltd.* (青海海發國有資本投資運營集團有限公司) which is a related party of the Group. Since September 2025, he has concurrently served as the safety director of Nanjing Sample Technology Group Co., Ltd.* (南京三寶科技集團有限公司), the controlling Shareholder of Company.

Mr. Zhang Bin, aged 57, graduated from Nanjing University, holds a doctoral degree in accounting and is a professor of accounting. Mr. Zhang Bin began his career in 1991 and currently works at the School of Business, Yangzhou University (揚州大學商學院), where he serves as the head of the accounting department. Since May 2020, he has served as an independent director of Jiangsu Linghuan Pharmaceutical Co., Ltd.* (江蘇聯環藥業股份有限公司) (listed on the Shanghai Stock Exchange, stock code 600513); since May 2022, he has served as an independent director of Qinghai Huading Industrial Co., Ltd.* (青海華鼎實業股份有限公司) (listed on the Shanghai Stock Exchange, stock code 600243); since November 2023, he has served as an independent director of Nantong Jianghai Capacitor Co., Ltd.* (南通江海電容器股份有限公司) (listed on the Shenzhen Stock Exchange, stock code 002484); and since September 2024, he has served as an external director of Yangzhou Urban Construction State-owned Assets Holding (Group) Co., Ltd.* (揚州市城建國有資產控股(集團)有限責任公司). Mr. Zhang Bin holds the PRC Certified Public Accountant (CPA) qualification and is proficient in both the theory and practice of financial accounting, financial management, capital operations, internal control, and tax planning.

Ms. Xu Gaoyan, aged 42, graduated from Nanjing University (南京大學), holds a doctoral degree in accounting. Ms. Xu Gaoyan worked at the postdoctoral workstation of Hohai University (河海大學) from December 2012 to June 2015. Since June 2015, she has served as a professor of accounting and a master's supervisor at the School of Business, Hohai University (河海大學商學院). Since January 2024, she has served as an independent director of Inner Mongolia Shengshi Chemical Co., Ltd.* (內蒙古聖氏化學股份有限公司) (listed on the National Equities Exchange and Quotations, stock code 872539); since December 2024, she has served as an independent director of Zhongjian Technology Co., Ltd.* (中簡科技股份有限公司) (listed on the Shenzhen Stock Exchange, stock code 300777); and since June 2025, she has served as an independent director of Yangzhou Chenhua New Material Co., Ltd.* (揚州晨化新材料股份有限公司) (listed on the Shenzhen Stock Exchange, stock code 300610). In April 2017, Ms. Xu Gaoyan obtained the "Qualification Certificate for Independent Directors of Listed Companies" issued by the Shanghai Stock Exchange, and she has extensive experience in corporate governance and capital market information disclosure.

Each of Mr. Zhang Bin and Ms. Xu Gaoyan has confirmed that each of them meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

Each of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan will enter into a service agreement with the Company, with a term commencing from the date of the Shareholders' approval of their respective appointments at the general meeting and ending upon the expiry of the ninth session of the Board, subject to retirement and re-election requirements of the articles of association of the Company. The remuneration of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan will be determined by the Board with reference to the recommendations of the remuneration committee of the Company and their respective positions and responsibilities within the Company.

Save as disclosed above, as at the date of this announcement, each of Mr. Zhang Chengji, Mr. Zhang Bin, or Ms. Xu Gaoyan does not (i) have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) have any relationship with any Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; (iii) hold any other position in the Company or other member of the Group; or (iv) hold any directorship in any other public listed companies in the past three years.

Save as disclosed above, there are no other matters relating to the proposed appointments of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan that needs to be brought to the attention of the Shareholders, and there is no any other information relating to Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Pursuant to the articles of association of the Company, the proposed removal of Mr. Sha as a non-executive Director, the proposed appointment of Mr. Zhang Chengji as a non-executive Director, and appointments of Mr. Zhang Bin and Ms. Xu Gaoyan as independent non-executive Directors shall be subject to Shareholders' approval by way of ordinary resolutions at an extraordinary general meeting of the Company to be convened (the "EGM"). A circular containing, among other things, details of the proposed removal of Mr. Sha and the proposed appointments of Mr. Zhang Chengji, Mr. Zhang Bin, and Ms. Xu Gaoyan and the notice of the EGM will be dispatched to Shareholders in due course.

(4) CHANGE OF AUTHORISED REPRESENTATIVE

Mr. Ma Fengkui, an executive Director of the Company, has tendered his resignation as the Company's Authorized Representative ("Authorized Representative") as required under Rule 3.05 of the Listing Rules due to work arrangements. Mr. Liu Fei, an executive Director (chairman and chief executive officer) of the Company, has been appointed as the Authorized Representative to fill the vacancy of Mr. Ma Fengkui. The change of Authorized Representative has been effective from 27 November 2025.

By Order of the Board
Nanjing Sample Technology Company Limited*
Liu Fei
Chairman

Nanjing, the PRC
27 November 2025

As at the date hereof, the executive Directors are Mr. Liu Fei (Chairman), Mr. Ma Fengkui and Mr. Liu Min, the non-executive Director is Mr. Sha Min; and the independent non-executive Directors are Mr. Hu Hanhui, Mr. Gao Lihui and Ms. Chung Yuet Mei.

* For identification purpose only