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方舟健客

Fangzhou Inc.

方舟云康控股有限公司

(A company incorporated in the Cayman Islands with limited liability)

(Stock code: 6086)

**CHANGE OF CHAIRMAN, CHIEF EXECUTIVE OFFICER AND
AUTHORISED REPRESENTATIVE;
RE-DESIGNATION OF DIRECTOR;
CHANGE IN THE COMPOSITION OF
THE NOMINATION COMMITTEE**

The Board (the “**Board**”) of directors (“**Directors**” and each, a “**Director**”) of Fangzhou Inc. (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) hereby announces that,

- (1) Mr. XIE Fangmin (謝方敏) (“**Mr. Xie**”) has resigned as chairman of the Board (the “**Chairman**”), chairperson and member of the nomination committee of the Board (the “**Nomination Committee**”), chief executive officer of the Company (the “**Chief Executive Officer**”) and an authorised representative of the Company (the “**Authorised Representative**”) for the purpose under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), with effect from December 7, 2025;
- (2) Mr. Xie has been re-designated as a non-executive Director with effect from December 7, 2025;
- (3) the Board has resolved to appoint Mr. David McKee HAND (“**Mr. Hand**”), a non-executive Director, as the Chairman with effect from December 7, 2025;

- (4) the Board has resolved to appoint each of Mr. ZHOU Feng (“**Mr. Zhou**”), an executive Director, and Mr. Hand as a member of the Nomination Committee, with effect from the same date, and appoint Mr. ZHU Xiaolu (朱小路) (“**Mr. Zhu**”) as the chairperson of the Nomination Committee with effect from December 7, 2025; and
- (5) the Board has resolved to appoint Mr. ZOU Yuming (鄒宇鳴) (“**Mr. Zou**”) as an Authorised Representative with effect from December 7, 2025.

CHANGE OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER AND RE-DESIGNATION OF DIRECTOR

The Board hereby announces that, Mr. Xie has resigned as Chairman, chairperson and member of the Nomination Committee, Chief Executive Officer, and an Authorised Representative, with effect from December 7, 2025, in order to devote greater time to his personal commitments and endeavours. The Board respects his decision and sincerely thanks him for his exceptional leadership and invaluable contributions to the Company's growth and development during his tenure. In addition, Mr. Xie has been re-designated from an executive Director to a non-executive Director with effect from December 7, 2025.

To ensure a smooth transition, the Board has requested the Nomination Committee commence a formal search for a new Chief Executive Officer, considering both internal and external candidates to identify the most suitable successor to lead the Company forward.

The biographical details of Mr. Xie are set out in the prospectus of the Company dated June 28, 2024 and the 2024 annual report published by the Company on April 23, 2025. Save as disclosed herein, there has been no change to the biographical details of Mr. Xie as at the date of this announcement.

Mr. Xie has entered into a service contract with the Company for a term commencing from the date of his re-designation as a non-executive Director until the next annual general meeting of the Company, and is subject to reappointment and retirement under the articles of association of the Company. Mr. Xie will not receive any remuneration as a non-executive Director.

As at the date of this announcement, Mr. Xie had an interest in an aggregate of 711,449,830 shares of the Company by virtue of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above and as at the date of this announcement, Mr. Xie (i) does not hold any directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not have other major appointments and qualifications; (iii) does not hold any other positions in the Group; (iv) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; and (v) does not have other 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).

Save as disclosed above, there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

APPOINTMENT OF CHAIRMAN OF THE BOARD

Following Mr. Xie's resignation as the Chairman, the Board has resolved to appoint Mr. Hand, a non-executive Director, as the Chairman with effect from December 7, 2025.

CHANGE IN THE COMPOSITION OF THE NOMINATION COMMITTEE

The Board has resolved to appoint Mr. Zhu as chairperson of the Nomination Committee, succeeding Mr. Xie, with effect from December 7, 2025. Furthermore, the composition of the Nomination Committee has been strengthened with the appointments of Mr. Zhou and Mr. Hand as additional members, with effect from the same date.

Following the abovementioned changes, the Nomination Committee is composed of one executive Director, one non-executive Director and three independent non-executive Directors, namely Mr. Zhu as the chairperson, and Dr. WANG Haizhong (王海忠), Ms. KANG Wei (康韋), Mr. Hand and Mr. Zhou as members.

CHANGE OF AUTHORIZED REPRESENTATIVE

The Board has appointed Mr. Zou as the Authorized Representative in place of Mr. Xie with effect from December 7, 2025.

The Company confirms that there are no disagreements between Mr. Xie and the Board or the Company, and there are no other matters in relation to Mr. Xie's resignation and re-designation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

By order of the Board
Fangzhou Inc.
Mr. David McKee HAND
Chairman

Hong Kong, December 7, 2025

As of the date of this announcement, the Board comprises Mr. ZHOU Feng and Mr. ZOU Yuming as executive Directors, Mr. David McKee HAND and Mr. XIE Fangmin as non-executive Directors, and Dr. WANG Haizhong, Ms. KANG Wei and Mr. ZHU Xiaolu as independent non-executive Directors.