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金石資本集團有限公司
GOLDSTONE CAPITAL GROUP LIMITED
(Incorporated in Bermuda with limited liability)
(Stock code: 1160)

**PASSING AWAY OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS**

PASSING AWAY OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Goldstone Capital Group Limited (the “**Company**”) hereby announces with sorrow that Mr. Lu Zhicheng (“**Mr. Lu**”), an independent non-executive Director, the chairman of the Remuneration Committee, and a member of each of the Audit Committee and Nomination Committee, has passed away on 24 January 2026, aged 78.

The Board would like to pay tribute to Mr. Lu for his valuable contribution to the Company, and convey their deepest condolences to his family.

NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS

Following the passing of Mr. Lu, the number of independent non-executive Directors of the Company decreases from three to two. Further, the number of members of each of the Audit Committee, the Remuneration Committee and the Nomination Committee also decreases from three to two. As a result, the Company would not be in compliance with the following requirements:

- (i) the Board consisting of at least three independent non-executive Directors under Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”);
- (ii) the Audit Committee comprising a minimum of three members under Rule 3.21 of the Listing Rules; and
- (iii) the Remuneration Committee being chaired by an independent non-executive Director under Rule 3.25 of the Listing Rules.

As such, the Board will endeavour to identify a suitable candidate to fill the vacancy of independent non-executive Director, a member of the Audit Committee and the chairman of the Remuneration Committee as soon as practicable, and in any event, within three months from 24 January 2026 to ensure compliance by the Company with the requirements under the Listing Rules. The Company will make further announcement as soon as practicable after the appointment of the new independent non-executive Director.

By Order of the Board
Goldstone Capital Group Limited
Chan Cheong Yee
Executive Director

Hong Kong, 26 January 2026

As at the date of this announcement, the Board comprises Mr. Chan Cheong Yee as executive Director; Mr. Chen Huaiyuan, Mr. Lam King and Mr. Wang Guozhen as non-executive Directors; and Mr. Hung Hoi Ming Raymond and Ms. Wan Yuk Ling as independent non-executive Directors.