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zhenro 正榮服務
ZHENRO SERVICES GROUP LIMITED
正榮服務集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6958)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of the Company (the “**Company**”) announces that Mr. Au Yeung Po Fung (“**Mr. Au Yeung**”) has resigned as the independent non-executive Director of the Company and the chairman of the remuneration committee of the Company with effect from 28 January 2026, due to his other business and work commitments.

Mr. Au Yeung has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Au Yeung for his valuable contribution to the Group during his term of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Xu Mo (“**Mr. Xu**”) will be appointed as the independent non-executive Director and the chairman of the remuneration committee of the Company with effect from 28 January 2026.

Mr. Xu, aged 40, has extensive experience in corporate law practice. From September 2007 to May 2011, Mr. Xu served as an associate at Junhe Law Firm Shanghai Office* (君合律師事務所上海辦公室). From May 2011 to August 2014, Mr. Xu served as an associate at Fangda Partners Shanghai Office* (方達律師事務所上海辦公室). From May 2015 to August 2015, Mr. Xu served as a foreign exchange lawyer at the Seattle office of the law firm of K&L Gates. From September 2015 to April 2017, Mr. Xu served as a senior associate at Junhe Law Firm Beijing Office* (君合律師事務所北京辦公室). Since May 2017, Mr. Xu has been serving as a partner at Zhong Lun Law Firm Shanghai Office* (中倫律師事務所上海辦公室).

Mr. Xu obtained a bachelor's degree in law from Shanghai University of International Business and Economics in 2007. He obtained the master of Laws degree from University of California, Berkeley in 2015.

Mr. Xu was awarded the title of one of the 2020 (2020 年度中國十五佳律師新星) by the Asian Legal Business. He obtained the distinction of 2021 Rising Star (2021 年度律師新星) from the China Business Law Journal. He achieved further recognition in 2022 when he was named 2022 Best Rising Star (2022 年度最佳飛躍之星) by the IFLR1000. The China Business Law Journal included him in 2022 The A-List of legal elites (2022 年 The A-List 法律精英). He was recognized by the IFLR1000 as a 2023 Partner Rising Star (2023 年度合夥人新星) and 2024 Partner Rising Star (2024 年度合夥人新星). Mr. Xu is a member of the All China Lawyers Association* (中華全國律師協會會員) and a member of the Information Technology Professional Committee of the Shanghai Lawyers Association* (上海市律師協會信息化專業委員會委員).

Mr. Xu has entered into a letter of appointment with the Company for a term of three years commencing from 28 January 2026 and will continue thereafter until terminated by either party thereto giving to the other not less than one month's prior notice in writing. Mr. Xu is entitled to a remuneration of RMB60,000 per annum in relation to his appointment as an independent non-executive Director, which was determined based on his duties and responsibilities, remuneration benchmark in the industry and the prevailing market conditions. Mr. Xu's appointment will be effective until the end of the next annual general meeting of the Company and Mr. Xu will be eligible for re-election in accordance with the amended and restated articles of association of the Company.

Save as disclosed, as the date of this announcement, Mr. Xu (i) did not hold any position in the Company or other members of the Group; (ii) did not hold any directorship in any public companies, the securities of which are listed in Hong Kong or overseas, in the last three years preceding the date of this announcement; (iii) was not interested in and did not have any interest in any shares of the Company (the "Shares") or underlying Shares or any debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; and (iv) was not connected and had no relationship with any Directors, senior management or substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")).

Mr. Xu has confirmed (a) his independence as regards to each of the factors contained in Rule 3.13(1) to (8) of the Listing Rules; (b) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence at the time of his appointment.

As at the date of this announcement, save as disclosed above, to the best knowledge of the Board, there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in relation to the appointment of Mr. Xu that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its warm welcome to Mr. Xu for his appointment as a member of the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board of Directors of the Company announces that composition of the following remuneration committee of the Company has been changed as follows with effect from 28 January 2026:

- (i) Mr. Au Yeung has resigned as the chairman of remuneration committee of the Company.
- (ii) Mr. Xu has been appointed as the chairman of remuneration committee of the Company.

Following the effectiveness of the above changes, the remuneration committee of the Company will consist of Mr. Wang Zhiming, a non-executive Director, and two independent non-executive Directors, namely Mr. Xu, the chairman of remuneration committee, and Ms. Wei.

The updated list of Directors and their membership in each of the committees of the Board will be uploaded on the respective websites of the Company and the Stock Exchange.

By order of the Board
Zhenro Services Group Limited
Liu Weiliang
Chairman of the Board

Hong Kong, 28 January 2026

As of the date of this announcement, Mr. Deng Li and Mr. Wang Wei are the executive Directors; Mr. Liu Weiliang and Mr. Wang Zhiming are the non-executive Directors; and Mr. Xu Mo, Ms. Wei Qin and Mr. Zheng Yilei are the independent non-executive Directors.

* *For identification purpose only*