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## **Xuan Wu Cloud Technology Holdings Limited**

**玄武雲科技控股有限公司**

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

**(Stock Code: 2392)**

**1. CHANGE OF CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER  
AUTHORISED REPRESENTATIVE; AND EXECUTIVE DIRECTORS;  
2. CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
AND  
3. CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that with effect from 9 February 2026:

- (a) Mr. Chen Yonghui (陳永輝) has resigned as the Chairman, the Chief Executive Officer, the Authorised Representative, an executive Director and the chairman of the Nomination Committee;
- (b) Mr. Guo Haiqiu (郭海球) has resigned as an executive Director and a member of the Remuneration Committee;
- (c) Mr. Du Jianqing (杜劍青) has resigned as an independent non-executive Director, a member of Audit Committee and a member of the Nomination Committee;
- (d) Ms. Wu Ruifeng (吳瑞風) has resigned as an independent non-executive Director, the chairman of Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee;
- (e) Prof. Wu Jintao (鄔金濤) has resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee;
- (f) Mr. Lian Jian (廉健) has been appointed as the Chairman, the Authorised Representative and an executive Director;
- (g) Mr. Li Hairong (李海榮) has been appointed as the Chief Executive Officer and a member of the Nomination Committee;
- (h) Dr. Chen Zhengxu (陳正旭) has been appointed as an executive Director and a member of the Remuneration Committee;

- (i) Mr. Wang Guisheng (王貴升) has been appointed as an independent non-executive Director, the chairman of Audit Committee and a member of the Nomination Committee;
- (j) Dr. Xiao Jingyi (肖璟翊) has been appointed as an independent non-executive Director, the chairman of Nomination Committee and a member of the Audit Committee and a member of the Remuneration Committee; and
- (k) Mr. Cao Jianrong (曹建榮) has been appointed as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

The board (the “**Board**”) of directors (the “**Director(s)**”) of Xuan Wu Cloud Technology Holdings Limited (the “**Company**”, together with its subsidiaries and consolidated affiliated entities, the “**Group**”) announces the following changes in the Directors, the composition of committees of the Board under Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 9 February 2026.

References are also made to the announcements dated 10 October 2025, 27 October 2025 and 6 February 2026 (the “**Announcements**”) in relation to, among other things, disposal of Shares by the Controlling Shareholders and the termination of AIC Agreement.

Unless otherwise defined in this announcement, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

## **CHANGE OF CHAIRMAN OF THE BOARD, CHIEF EXECUTIVE OFFICER AND EXECUTIVE DIRECTORS**

### **Resignation**

The Board of Directors of the Company announces that the following resignations took effect on 9 February 2026:

- (a) Mr. Chen Yonghui (陳永輝) (“**Mr. Chen Yonghui**”) resigned as the Chairman of the Board (the “**Chairman**”), the chief executive officer of the Company (the “**Chief Executive Officer**”), an authorised representative (the “**Authorised Representative**”), an executive Director and a member of the nomination committee of the Company (the “**Nomination Committee**”); and
- (b) Mr. Guo Haiqiu (郭海球) (“**Mr. Guo**”) resigned as an executive Director and a member of the remuneration committee (the “**Remuneration Committee**”).

The resignation of the aforesaid Directors was due to (i) the change in control of the Company after the Transaction; and (ii) the wishes of Mr. Chen Yonghui and Mr. Guo to devote more time to their other commitments.

Each of Mr. Chen Yonghui and Mr. Guo has confirmed that (i) he has no claim against the Company, its subsidiaries or affiliates; and (ii) he has no disagreement with the Board or the Company and there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its sincere gratitude to both Mr. Chen Yonghui and Mr. Guo for their valuable contributions to the Group during their tenure of office.

## **Appointment**

Furthermore, the Board announces that, with immediate effect from 9 February 2026:

- (a) Mr. Lian Jian (廉健) (“**Mr. Lian**”) has been appointed as the Chairman, the Authorised Representative and an executive Director;
- (b) Mr. Li Hairong (李海榮) (“**Mr. Li**”), an existing executive Director, has been appointed as the Chief Executive Officer and a member of the Nomination Committee; and
- (c) Dr. Chen Zhengxu (陳正旭) (“**Dr. Chen**”) has been appointed as an executive Director and a member of Remuneration Committee.

The biographical details of Mr. Lian, Mr. Li and Dr. Chen are set out as follows:

### **Mr. Lian Jian (廉健)**

Mr. Lian Jian (廉健) (“**Mr. Lian**”), aged 50, obtained his bachelor’s degree in industrial and civil architecture from The Zhengzhou Institute of Food Science\* (鄭州糧食學院), currently known as School of Civil Engineering and Architecture, HUT (河南工業大學土木建築學院) in July 1999 and a master’s degree in business administration from the China Europe International Business School (中歐國際工商學院) in August 2016, all in the People’s Republic of China (the “**PRC**”).

Mr. Lian has accumulated extensive experience in engineering and management. Prior to joining the Group, Mr. Lian served as an engineer in Jiaxing Jiaxipera Compressor Co., Ltd. (嘉興市加西貝拉壓縮機有限公司) from July 1999 to June 2001, and a sales manager in Shenzhen Beitai Display Technology Co., Ltd. (深圳市北泰顯示技術有限公司) from July 2001 to March 2003. He founded Shenzhen DPT Optoelectronic Display Technology Co., Ltd.\*(深圳市德普特光電顯示技術有限公司) (now known as Ganzhou Hantang Minghui Investment Management Co., Ltd. (贛州市漢唐明慧投資管理有限公司)) and served as an executive director and general manager since April 2003. He acted as a director of Ganzhou DPT-Technology Co., Ltd. (贛州市德普特科技有限公司) from August 2008 to September 2019, and has been appointed as the chairman of the board of Shenzhen DPT Electronics Co., Ltd. (深圳市德普特電子有限公司) since April 2014. He also acted as a director of Wuhu Token Sciences Co., Ltd. (蕪湖長信科技股份有限公司) from May 2014 to November 2018, and was the executive director and legal representative of Dongguan DPT Electronics Co., Ltd. (東莞市德普特電子有限公司) from December 2015 to April 2018. Furthermore, he has been appointed as a director of Shenzhen Cannice

Technology Co., Ltd. (深圳市科奈信科技有限公司) since February 2021, and an executive director of Shenzhen Hantang Mingyuan Investment Development Partnership (Limited Partnership)\* (深圳市漢唐明元投資發展合夥企業(有限合夥)) since November 2022.

As at the date of this announcement, Mr. Lian has an interest (directly and indirectly) in 121,280,524 shares of the Company, representing approximately 21.64% of its total issued shares of the Company (including its treasury shares).

The Company has entered into a service contract with Mr. Lian in the term of three years commencing on 9 February 2026 in respect of his appointment as the Chairman and an executive Director, subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles of Association (the “**Articles**”). Pursuant to Mr. Lian’s service contract, the emoluments payable to Mr. Lian shall be a fixed annual fee of RMB600,000, which is determined by the Board taking reference to his responsibilities, experience, the prevailing market conditions and the recommendation of the Remuneration Committee, and is subject to review by the Remuneration Committee and the Board from time to time.

**Mr. Li Hairong (李海榮)**

For the biographical details and terms of appointment as an executive Director, please refer to the annual report of the Company dated 23 April 2025, and the circular of the annual general meeting dated 24 April 2024.

As at the date of this announcement, Mr. Li was deemed interested in 99,793,460 shares of the Company, representing approximately 17.81% of its total issued shares of the Company (including its treasury shares).

As at the date of this announcement, save as disclosed above, there has been no change in the information contained therein. Mr. Li has entered into a service contract with the Company for his role as an executive Director but will not enter into a separate service contract with the Company in respect of his appointment as the Chief Executive Officer. Pursuant to Mr. Li’s service contract, the emoluments payable to Mr. Li shall be a fixed annual fee of RMB600,000, which is determined by the Board taking reference to his responsibilities, experience, the prevailing market conditions and the recommendation of the Remuneration Committee, and is subject to review by the Remuneration Committee and the Board from time to time. Mr. Li will not receive any additional remuneration for being the Chief Executive Officer.

**Dr. Chen Zhengxu (陳正旭)**

Dr. Chen Zhengxu (陳正旭) (“**Dr. Chen**”), aged 57, obtained his bachelor’s degree in geology from Xiangtan Mining Institute (湘潭礦業學院), which is currently known as Hunan University of Science and Technology (湖南科技大學), in June 1990, a master’s degree in business administration from Southwestern University of Finance and Economics (西南財經大學) in July 1997, a doctorate in

business management from Shanghai Jiao Tong University (上海交通大學) in November 2009, and a master's degree in business administration from the China Europe International Business School (中歐國際工商學院) in August 2016, all in the PRC.

Dr. Chen has accumulated extensive experience in finance and corporate governance during his career as an investment banker at several securities companies. His notable achievements include leading the initial public offering of Kweichow Moutai Co., Ltd. (貴州茅台酒股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600519) while at China Southern Securities Co., Ltd. (南方證券股份有限公司) in 2001.

Dr. Chen's recent experience includes, but is not limited to, serving as: (i) executive director and general manager of Shenzhen Dingfeng Mingdao Asset Management Co., Ltd. (深圳鼎鋒明道資產管理有限公司) since August 2014; and (ii) director of Beijing Jielian Weixin Technology Co., Ltd. (北京捷聯微芯科技有限公司) since December 2017.

Furthermore, Dr. Chen has served as independent non-executive directors of the following companies (i) Shenzhen Jinzheng Technology Co., Ltd. (深圳市金證科技股份有限公司)(a company listed on the Shanghai Stock Exchange, stock code: 600446) from February 2017 to September 2020; (ii) Shenzhen BTR New Energy Materials Co., Ltd. (深圳市貝特瑞新能源材料股份有限公司) (a company listed on the Beijing Stock Exchange, stock code: 835185) from May 2019 to May 2022; (iii) Shenzhen Topband Co., Ltd. (深圳拓邦股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 002139) since September 2023; (iv) Guangdong Feinan Resources Recycling Co., Ltd. (廣東飛南資源利用股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 301500) since May 2025; and (v) Chengdu Olymvax Biopharmaceuticals Inc. (成都歐林生物科技股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 688319) since July 2025.

As at the date of this announcement, Dr. Chen was deemed interested in 5,723,500 shares of the Company, representing approximately 1.02% of its total issued shares of the Company (including its treasury shares).

The Company has entered into a service contract with Dr. Chen in the term of three years commencing on 9 February 2026 in respect of his appointment as an executive Director of the Company, subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles. Pursuant to Dr. Chen's service contract, the emoluments payable to Dr. Chen shall be a fixed annual fee of RMB480,000, which is determined by the Board taking reference to his responsibilities, experience, the prevailing market conditions and the recommendation of the Remuneration Committee, and is subject to review by the Remuneration Committee and the Board from time to time.

To the best knowledge of the Board, save as disclosed above, each of Mr. Lian, Mr. Li and Dr. Chen has confirmed that (i) he does not hold any other positions in the Company or any of its subsidiaries, or hold any directorships in any other listed companies in the last three years; (ii) he does not have any relationship with any Directors, senior management or substantial Shareholders of the Company; and

(iii) he does not have or is deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

As at the date of this announcement, save as disclosed above, the Board is not aware of any other matters in relation to the appointments of Mr. Lian, Mr. Li and Dr. Chen that need to be brought to the attention of the shareholders of the Company or any information that needs to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Listing Rules.

## **CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

### **Resignation**

The Board of Directors of the Company announces that the following resignations took effect on 9 February 2026:

- (a) Mr. Du Jianqing (杜劍青) (“**Mr. Du**”) resigned as an independent non-executive Director, a member of the audit committee of the Company (the “**Audit Committee**”) and a member of the Nomination Committee;
- (b) Ms. Wu Ruifeng (吳瑞風) (“**Ms. Wu**”) resigned as an independent non-executive Director, the chairman of Audit Committee, a member of the Remuneration Committee and a member of the Nomination Committee; and
- (c) Prof. Wu Jintao (鄔金濤) (“**Prof. Wu**”) resigned as an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee.

The resignation of the aforesaid Directors was due to (i) the change in control of the Company after the Transaction; and (ii) the wishes of Mr. Du, Ms. Wu and Prof. Wu to devote more time to their business commitment.

Each of Mr. Du, Ms. Wu and Prof. Wu has confirmed that (i) he/she has no claim against the Company, its subsidiaries or affiliates; and (ii) he/she has no disagreement with the Board or the Company and there are no other matters relating to his/her resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Du, Ms. Wu and Prof. Wu for their valuable contributions to the Group during their tenure of office.

### **Appointment**

The Board is pleased to announce that, with effect from 9 February 2026:

- (a) Mr. Wang has been appointed as an independent non-executive Director, the chairman of Audit Committee and a member of Nomination Committee;

- (b) Dr. Xiao has been appointed as an independent non-executive Director, the chairman of Nomination Committee, a member of Audit Committee and a member of the Remuneration Committee; and
- (c) Mr. Cao has been appointed as an independent non-executive Director, the chairman of Remuneration Committee, a member of Audit Committee and a member of the Nomination Committee.

The biographical details of Mr. Wang, Dr. Xiao and Mr. Cao are set out as follows:

**Mr. Wang Guisheng (王貴升)**

Mr. Wang Guisheng (王貴升) (“**Mr. Wang**”), aged 56, obtained a bachelor’s degree in economics majoring in insurance from China School of Banking and Finance-UIBE (中國金融學院) which was merged with and is currently known as University of International Business and Economics (對外經濟貿易大學) in July 1993 and an executive master’s degree in business administration from China Europe International Business School (中歐國際工商學院), in August 2014. Mr. Wang is a Certified Public Accountant, a member of the Association of Chartered Certified Accountants and a member of the HKICPA.

Mr. Wang Guisheng has over 30 years of experience in financial management, accounting, taxation and business management, and in particular, Mr. Wang Guisheng has over 20 years of experience working as director and senior management for publicly listed companies on the Stock Exchange and other stock exchanges in the PRC.

Currently, Mr. Wang Guisheng is an executive director, chief financial officer and joint company secretary of Smoore International Holdings Limited, a company listed on the Main Board of the Stock Exchange, stock code: 06969), and an independent non-executive director of Xinyi Electric Storage Holdings Limited (信義儲電控股有限公司), formerly known as Xinyi Automobile Glass Hong Kong Enterprises Limited, a company listed on the GEM of the Stock Exchange (stock code: 08328). In addition, in November 2010, Mr. Wang Guisheng joined Man Wah Holdings Limited (敏華控股有限公司), a company listed on the Stock Exchange (stock code: 01999), where he was appointed as chief financial officer in January 2011 and also appointed as an executive director in May 2011 until he resigned in March 2018. Mr. Wang Guisheng served as an independent director of Sunshine Global Circuits Co., Ltd. (深圳明陽電路科技股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code: 300739) until 8 February 2022.

**Dr. Xiao Jingyi (肖璟翊)**

Dr. Xiao Jingyi (肖璟翊) (“**Dr. Xiao**”), aged 53, obtained her bachelor’s degree in law from Renmin University of China (中國人民大學) in July 1995, her master’s degree in law from Renmin University of China (中國人民大學) in January 1999, her master of common law from the University of Hong Kong in December 2023 and doctor of Civil and Commercial Law from Renmin University of China (中國人民大學) in January 2015.

Dr. Xiao has over 25 years of experience in the legal practice and professional services. Prior to joining our Group, Dr. Xiao co-founded the Benchmark Chambers International & Benchmark International Mediation Center (深圳市藍海法律查明和商事調解中心) in February 2014 and currently serves as the director of its Strategic and Development Committee. Since December 2018, she has been the vice chairman and president of Lan Hai Institute (深圳市藍海大灣區法律服務研究院). In April 2024, she was appointed as an executive director of Meilex (HK) Co. limited (藍海法律服務國際有限公司).

**Mr. Cao Jianrong (曹建榮)**

Mr. Cao Jianrong (曹建榮) (“**Mr. Cao**”), aged 64, obtained his bachelor’s degree in engineering from Zhejiang Institute of Silk Textiles (浙江絲綢工學院), currently known as Zhejiang Sci-Tech University (浙江理工大学) in July 1983.

Mr. Cao has over 20 years of experience in corporate management. Prior to joining our Group, Mr. Cao served as the deputy general manager of Zhejiang Zhengyuan Electric Co., Ltd. (浙江正原電氣股份有限公司) from March 2001 to December 2007, a deputy general manager of Shenzhen DPT Technology Co., Ltd. (深圳市德普特科技有限公司) from January 2008 to March 2014, and a vice president of Shenzhen DPT Electronics Co., Ltd. (深圳市德普特電子有限公司) from April 2014 to July 2019.

Each of Mr. Wang, Dr. Xiao and Mr. Cao has confirmed to the Company that each of them will be able to devote sufficient time to the Board and the affairs of the Company. The Board has considered the overall qualifications, skills and experience of Mr. Wang, Dr. Xiao, and Mr. Cao, the Board is of view that Mr. Wang, Dr. Xiao and Mr. Cao are able to devote sufficient time to the affairs of the Board and perform their responsibilities as independent non-executive Directors.

Each of Mr. Wang, Dr. Xiao and Mr. Cao has entered into a letter of appointment with the Company in relation to their appointment as an independent non-executive Director for an initial term of three years commencing from 9 February 2026, subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the Articles. Pursuant to their letter of appointments, the emoluments payable to them shall be a fixed annual fee of RMB100,000, which is determined by the Board taking reference to his responsibilities, experience, the prevailing market conditions and the recommendation of the Remuneration Committee, and is subject to review by the Remuneration Committee and the Board from time to time.

Each of Mr. Wang, Dr. Xiao and Mr. Cao confirmed that (i) he/she meets the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he/she has no past or present financial or other interests in the business of the Group or any connection with any core connected person (as defined under the Listing Rules); and (iii) there are no other factors that may affect his/her independence at the time of their appointment.

To the best knowledge of the Directors, and save as disclosed above, each of Mr. Wang, Dr. Xiao and Mr. Cao (i) has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) has not held any other positions in the Company and other members of the Company’s group, nor other major

appointment and professional qualifications; and (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders of the Company as defined in the Rules Governing the Listing Rules on the Stock Exchange.

### **CHANGE IN COMPOSITION OF THE COMMITTEE**

Immediately following the above-mentioned changes to the composition of the Board Committees, with effect from 9 February 2026:

- (a) the Audit Committee will comprise Mr. Wang as the chairman and Dr. Xiao, and Mr. Cao as members;
- (b) the Remuneration Committee will comprise Mr. Cao as chairman, Dr. Chen and Dr. Xiao as members; and
- (c) the Nomination Committee will comprise Dr. Xiao as chairman, Mr. Li and Mr. Wang as members.

*Note: The English transliteration of the Chinese name(s) in this announcement, where indicated by an asterisk (\*), is included for identification purpose only, and should not be regarded as the official English name(s) of such Chinese name(s).*

By order of the Board  
**Xuan Wu Cloud Technology Holdings Limited**  
Mr. Lian Jian  
*Chairman and Executive Director*

Hong Kong, Monday, 9 February 2026

*As at the date of this announcement, the Board comprises Mr. Lian Jian, Mr. Li Hairong, Mr. Huang Fangjie and Mr. Chen Zhengxu as executive Directors; and Mr. Wang Guisheng, Dr. Xiao Jingyi and Mr. Cao Jianrong as independent non-executive Directors.*