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Zhongliang Holdings Group Company Limited

中梁控股集团有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2772)

CHANGES OF DIRECTORS AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that, with effect from 8 May 2026:

- (1) Ms. Hu Hui resigned as an executive Director and a member of the Nomination Committee;
- (2) Mr. Wu Xiaobo resigned as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee and the chairman of the Remuneration Committee;
- (3) Mr. Wang Kaiguo resigned as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee;
- (4) Mr. Wong Kai Hing has been appointed as an independent non-executive Director, a member of the Audit Committee and the chairman of the Remuneration Committee; and
- (5) Ms. Chak Wai Ting has been appointed as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee.

This announcement is made by Zhongliang Holdings Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

RESIGNATION OF DIRECTORS

(1) Resignation of Executive Director

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company announces that Ms. Hu Hui (“**Ms. Hu**”) resigned as an executive Director and a member of the nomination committee of the Company (the “**Nomination Committee**”) with effect from 8 May 2026, due to her wish to devote more time on her other personal endeavours.

Ms. Hu has confirmed that (i) she does not have any claim against the Company in respect of her resignation; (ii) she does not have any disagreement with the Board; and (iii) there are no other matters in relation to her resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

(2) Resignation of Independent Non-executive Directors

The Board further announces that, with effect from 8 May 2026, (1) Mr. Wu Xiaobo (“**Mr. Wu**”) has resigned as an independent non-executive Director, a member of the audit committee of the Company (the “**Audit Committee**”), a member of the Nomination Committee and the chairman of the remuneration committee of the Company (the “**Remuneration Committee**”) due to his pursuit of other business commitments, and (2) Mr. Wang Kaiguo (“**Mr. Wang**”) has resigned as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee due to his pursuit of other business commitments.

Each of Mr. Wu and Mr. Wang has confirmed that (i) he does not have any claim against the Company in respect of his resignation; (ii) he does not have any disagreement with the Board and (iii) there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that, with effect from 8 May 2026, (1) Mr. Wong Kai Hing (“**Mr. Wong**”) has been appointed as an independent non-executive Director, a member of the Audit Committee and the chairman of the Remuneration Committee; and (2) Ms. Chak Wai Ting (“**Ms. Chak**”) has been appointed as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee.

The biographical details of Mr. Wang and Ms. Chak are set out as follows:

Mr. Wong Kai Hing (黃繼興)

Mr. Wong, aged 51, has extensive experience in accounting, auditing and company secretarial practice in Hong Kong. From September 1997 to March 2012, Mr. Wong worked at KPMG, Shun Tak Holdings Limited (信德集團有限公司) (the issued shares of which are listed on the Stock Exchange, stock code: 242), Kwonne Electrical Products Limited (光榮電業產品有限公司), Tse Sui Luen Jewellery (International) Limited (謝瑞麟珠寶(國際)有限公司*) (the issued shares of which are listed on the

Stock Exchange, stock code: 417) and ITC Properties Group Limited (德祥地產集團有限公司*) (the issued shares of which are listed on the Stock Exchange, stock code: 199), where he was primarily responsible for auditing and accounting matters. From April 2012 to October 2015, Mr. Wong worked as a financial controller, investor relationship director and company secretary in China Modern Dairy Holdings Ltd. (中國現代牧業控股有限公司) (stock code: 1117), the issued shares of which are listed on the Stock Exchange. From November 2015 to October 2019, he concurrently worked as the chief financial officer and company secretary of each of Xiwang Special Steel Company Limited (西王特鋼有限公司) (the issued shares of which were previously listed on the Stock Exchange, stock code: 1266, and delisted in March 2025) and Xiwang Property Holdings Company Limited (西王置業控股有限公司) (the issued shares of which are listed on the Stock Exchange, stock code: 2088). From October 2019 to June 2022, Mr. Wong served as the company secretary at E-Star Commercial Management Co., Ltd. (星盛商業管理股份有限公司) (stock code: 6668), the issued shares of which are listed on the Stock Exchange. From January 2022 to May 2022, Mr. Wong was an independent non-executive director of Hon Corporation Limited (中國大健康建設產業有限公司), the issued shares of which were previously listed on GEM of the Stock Exchange (stock code: 8259) and delisted in June 2022. Mr. Wong was an independent non-executive director of Tempus Holdings Limited (騰邦控股有限公司) (in liquidation) (stock code: 6880) from November 2019 to July 2023. He was also an independent non-executive director of Xiwang Property Holdings Company Limited (西王置業控股有限公司) (stock code: 2088) from February 2022 to July 2025. From December 2023 to July 2024, Mr. Wong was the company secretary of Gome Finance Technology Co., Ltd (now known as Tong Tong AI Social Group Limited) (stock code: 0628), the issued shares of which are listed on the Stock Exchange.

Since April 2021, Mr. Wong has served as an independent non-executive director of Grown Up Group Investment Holdings Limited (stock code: 1842), the issued shares of which are listed on the Stock Exchange. Mr. Wong is also an independent non-executive director of Roma Green Finance Limited (Nasdaq: ROMA), the issued shares of which are listed on the Nasdaq Capital Market.

Mr. Wong obtained a bachelor's degree in accounting and a master's degree in business administration from the Chinese University of Hong Kong in 1997 and 2006, respectively. He is also a fellow member of Hong Kong Institute of Certified Public Accountants and Association of Chartered Certified Accountants.

Save as disclosed above, Mr. Wong (i) has not held any directorships in the last three years preceding the date of this announcement in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other position with the Company or any other members of the Group; and (iii) has no other major appointments and professional qualifications.

Mr. Wong has entered into an appointment letter with the Company for a fixed term of three years starting from 8 May 2026 and subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. Mr. Wong will hold office until the next annual general meeting of the Company and then be eligible for re-election at such

meeting under the articles of association of the Company. Mr. Wong will be entitled to receive emolument of HK\$210,000 per annum which is determined by the Board with reference to his duties and responsibilities as well as the prevailing market conditions.

As at the date of this announcement, Mr. Wong (i) does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (ii) does not have any relationship with any Directors, senior management of the Company, substantial shareholders or controlling shareholders (each as defined under the Listing Rules) of the Company.

Save as disclosed above, Mr. Wong has confirmed that there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no matter regarding his appointment that is required to be brought to the attention of the shareholders of the Company and the Stock Exchange.

Ms. Chak Wai Ting (翟慧婷)

Ms. Chak, aged 41, has extensive experience in compliance, corporate governance and company secretarial matters. From July 2016 to October 2018, Ms. Chak was the company secretary of Colour Life Services Group Co., Limited (彩生活服務集團有限公司) (the shares of which are listed on the Stock Exchange, stock code: 1778). Ms. Chak has been appointed as the company secretary of Starjoy Wellness and Travel Company Limited (星悦康旅股份有限公司) (previously known as Aoyuan Healthy Life Group Company Limited (奧園健康生活集團有限公司)) (the shares of which are listed on the Stock Exchange, stock code: 3662) since 28 June 2019. She has been appointed as an independent non-executive director of Zero Fintech Group Limited (零在科技金融集團有限公司) (previously known as Termbray Industries International (Holdings) Limited (添利工業國際(集團)有限公司*)) (the shares of which are listed on the Stock Exchange, stock code: 93) since 9 November 2022.

Ms. Chak obtained a Bachelor's Degree in Business Administration in Corporate Administration from Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong) in 2011 and a Master of Laws Degree from the University of Greenwich in 2021. She is a fellow member of each of The Hong Kong Chartered Governance Institute and the Chartered Governance Institute (collectively, the “**Institutes**”). Ms. Chak is also awarded with the Chartered Secretary and the Chartered Governance Professional by the Institutes.

Save as disclosed above, Ms. Chak (i) has not held any directorships in the last three years preceding the date of this announcement in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas; (ii) does not hold any other position with the Company or any other members of the Group; and (iii) has no other major appointments and professional qualifications.

Ms. Chak has entered into an appointment letter with the Company for a fixed term of three years starting from 8 May 2026 and subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the articles of association of the Company. Ms. Chak will hold

office until the next annual general meeting of the Company and then be eligible for re-election at such meeting under the articles of association of the Company. Ms. Chak will be entitled to receive emolument of HK\$210,000 per annum which is determined by the Board with reference to her duties and responsibilities as well as the prevailing market conditions.

As at the date of this announcement, Ms. Chak (i) does not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (ii) not have any relationship with any Directors, senior management of the Company, substantial shareholders or controlling shareholders (each as defined under the Listing Rules) of the Company.

Save as disclosed above, Ms. Chak has confirmed that there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no matter regarding her appointment that is required to be brought to the attention of the shareholders of the Company and the Stock Exchange.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

Following the resignation of Ms. Hu as an executive Director, she ceased to act as a member of the Nomination Committee. Following the resignation of Mr. Wu as an independent non-executive Director, he ceased to act as a member of each of the Audit Committee and the Nomination Committee and the chairman of the Remuneration Committee. Following the resignation of Mr. Wang as an independent non-executive Director, he ceased to act as a member of each of the Audit Committee and the Nomination Committee.

Following the appointment of Mr. Wong as an independent non-executive Director, he has been appointed as a member of the Audit Committee and the chairman of the Remuneration Committee. Following the appointment of Ms. Chak as an independent non-executive Director, she has been appointed as a member of each of the Audit Committee and the Nomination Committee.

The Board would like to take this opportunity to express its appreciation and gratitude to Ms. Hu, Mr. Wu and Mr. Wang for their valuable contribution and services to the Company, and its warm welcome to Mr. Wong and Ms. Chak for their new appointments.

By order of the Board
Zhongliang Holdings Group Company Limited
Yang Jian
Chairman

Hong Kong, 8 May 2026

As at the date of this announcement, Mr. Yang Jian, Mr. Chen Hongliang, Mr. Zhao Peng and Mr. Yeung Tak Yip are the executive Directors, and Mr. Au Yeung Po Fung, Mr. Wong Kai Hing and Ms. Chak Wai Ting are the independent non-executive Directors.

**For identification purpose only*