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TO KNOW. TO ACT.

Mirxes Holding Company Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2629)

- (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (2) CHANGES IN COMPOSITION OF BOARD COMMITTEES;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (4) NON-COMPLIANCE AND RE-COMPLIANCE WITH THE LISTING RULES;**
- AND**
- (5) CONTINUED SUSPENSION OF TRADING**

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Mirxes Holding Company Limited (the “**Company**”) announces that on May 29, 2026, Ms. MA Andrea Lo Ling (“**Ms. Ma**”) tendered her resignation as an independent non-executive Director (the “**INED**”), the chairman of the nomination committee of the Company (the “**Nomination Committee**”) and a member of the remuneration committee of the Company (the “**Remuneration Committee**”) with immediate effect due to her intention to focus on her other business pursuits and commitments. On May 31, 2026, the Board resolved that Ms. Ma’s resignation be accepted.

Ms. Ma has confirmed that she has no disagreement with the Board and that there are no matters relating to her cessation of directorship that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

The Board would like to express its sincere appreciation to Ms. Ma for her valuable contributions to the Company during her tenure as an INED.

(2) CHANGES IN COMPOSITION OF BOARD COMMITTEES

On May 31, 2026, the Board resolved to appoint: (a) Dr. LAM Sin Lai Judy (“**Dr. Lam**”) as a member of the Nomination Committee; (b) Mr. FANG Xiao (“**Mr. Fang**”) as the chairman of the Nomination Committee; and (c) Dr. TOO Heng Phon (“**Dr. Too**”) as a member of the Remuneration Committee, in each case with immediate effect.

The Board congratulates Dr. Lam, Mr. Fang and Dr. Too on their new roles.

(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that on May 31, 2026, Mr. TSANG Kwok Wai (“**Mr. Tsang**”) was appointed as an INED with immediate effect to fill the casual vacancy resulted from Ms. Ma’s resignation. As such, pursuant to the third amended and restated memorandum and articles of association of the Company (the “**Articles of Association**”), Mr. Tsang shall hold office until the first annual general meeting of the Company after his appointment, being the forthcoming annual general meeting of the Company (the “**AGM**”), and be subject to re-election by the Shareholders at the AGM. Simultaneously with the appointment of Mr. Tsang as an INED, he was appointed as a member of the Nomination Committee, the Remuneration Committee, the audit committee of the Company and the independent investigation committee of the Company (the “**Independent Investigation Committee**”) with immediate effect.

The biographical details of Mr. Tsang are set out as follows:

Mr. Tsang, aged 56, obtained a bachelor’s degree of business administration with honors from Hong Kong Baptist University. He is a fellow of the Hong Kong Institute of Certified Public Accountants, a fellow of The Taxation Institute of Hong Kong and a fellow of The Association of Chartered Certified Accountants. He is currently an INED of Century Ginwa Retail Holdings Limited (a company listed on the Stock Exchange with stock code: 162), and was formerly a joint company secretary of Green International Holdings Limited (a company listed on the Stock Exchange with stock code: 2700) from April 2019 to July 2023. Mr. Tsang has been practising as a public accountant in his own accounting firm since 2006.

With a track record of over twenty years of working experience in several companies listed on the Stock Exchange including occupying the positions of INED, financial controller and company secretary, Mr. Tsang has cultivated extensive knowledge and hands-on expertise in listed company environments, particularly in finance and corporate governance functions.

Mr. Tsang's appointment has been recommended by the Nomination Committee and approved by the Board. Pursuant to the letter of appointment between Mr. Tsang and the Company, the term of service of Mr. Tsang shall be three years commencing on May 31, 2026, terminable by either party by six months' notice and subject to retirement by rotation and re-election at the AGM in accordance with the Articles of Association. Mr. Tsang will be entitled to a director's fee of HK\$370,000 per annum, plus allowance to be determined by the Board and/or the Remuneration Committee to compensate for the extra time needed for joining the Independent Investigation Committee. Mr. Tsang's remuneration package has been determined by the Board with the recommendation of the Remuneration Committee with reference to, among other things, (i) his skills, knowledge and experience; and (ii) his duties and responsibilities with the Company in the present circumstances.

Mr. Tsang has confirmed that as at the date of his appointment, (i) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"); (ii) he has no past or present financial or other interest in the business of the Group or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence.

As at the date of this announcement, Mr. Tsang holds, legally and beneficially, 9,600 shares in the Company, representing approximately 0.003% of the Company's total issued share capital. Mr. Tsang has confirmed to the Company that save as disclosed above, as at the date of this announcement, he (i) does not have any interests 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); (ii) does not hold any other positions with the Company or other members of the Group; (iii) did not hold any directorship in any public company, the securities of which are listed on any securities market in Hong Kong or overseas, nor other major appointments and professional qualifications in the last three years; and (iv) does not have any relationship with any Director, senior management or substantial or controlling shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed above, there is no other information relating to the appointment of Mr. Tsang that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matter relating to his appointment that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to welcome Mr. Tsang for joining the Board.

(4) NON-COMPLIANCE AND RE-COMPLIANCE WITH THE LISTING RULES

As a result of the resignation of Ms. Ma on May 29, 2026, the Company at one stage did not comply with the following requirements under the Listing Rules:

- (a) the requirement under Rule 3.10(1) of the Listing Rules that every board of directors of a listed issuer must include at least three INEDs;
- (b) the requirement under Rule 3.10A of the Listing Rules that an issuer must appoint INEDs representing at least one-third of the board;
- (c) the requirement under Rule 3.27A of the Listing Rules that the nomination committee must be chaired by the chairman of the board or an INED and comprise a majority of INEDs; and
- (d) the requirement under paragraph B.3.5 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules which stipulates that the listed issuer must appoint at least one director of a different gender to the nomination committee.

With the re-composition of Board committees as described in the section headed “(2) CHANGES IN COMPOSITION OF BOARD COMMITTEES” and the appointment of Mr. Tsang as described in the section headed “(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR” above in this announcement, the Company has now re-complied with all relevant requirements of the Listing Rules mentioned above.

(5) CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange was suspended from 9:00 a.m. on April 1, 2026 and will remain suspended until further notice.

By Order of the Board
Mirxes Holding Company Limited
Dr. ZHOU Lihan
Executive Director and Chief Executive Officer

Hong Kong, June 1, 2026

As of the date of this announcement, the Board comprises (i) Dr. ZHOU Lihan and Dr. ZOU Ruiyang as executive Directors; (ii) Dr. TOO Heng Phon, Dr. LE Beilin and Mr. LIU Da as non-executive Directors; and (iii) Dr. LAM Sin Lai Judy, Mr. FANG Xiao and Mr. TSANG Kwok Wai as independent non-executive Directors.