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MTT Group Holdings Limited
數科集團控股有限公司

# MTT GROUP HOLDINGS LIMITED
# 數科集團控股有限公司

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

**(Stock Code: 2350)**

## RESIGNATION OF EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER AND INDEPENDENT NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

### Resignation of Executive Director and Independent Non-executive Director

The board (the "**Board**") of directors (the "**Director(s)**") of MTT Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that Mr. Wang Guan has tendered his resignation as an executive Director and the chief executive officer of the Company to devote more time to his personal commitments and family and Mr. Wang Dong has tendered his resignation as an independent non-executive Director to devote more time to his personal commitments and family. The resignation of Mr. Wang Guan and Mr. Wang Dong took effect on 8 June 2026.

Each of Mr. Wang Guan and Mr. Wang Dong has confirmed that he had no disagreement with the Board, and there were no matters with respect to his resignation that need to be brought to the attention of holders of securities of the Company or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Board would like to express its sincere appreciation to Mr. Wang Guan and Mr. Wang Dong for their contribution to the Company during the tenure of their service.

### Appointment of Independent Non-Executive Director

The Board further announces that Ms. Shen Ye ("**Ms. Shen**") has been appointed as an independent non-executive Director with effect from 8 June 2026.

The biographical details of Ms. Shen are set out below:

Ms. Shen Ye, 49, received her Bachelor's degree in Industrial Foreign Trade from Chongqing University in 1998, a Master's degree in Management from Southwest Jiaotong University in 2001, and a Doctorate in Education from Tsinghua University in 2022. With nearly two decades of professional experience in executive education and engineering education, she has established herself as an expert in the field.

From 2004 to 2017, Ms. Shen was responsible for executive education programs at the Tsinghua University School of Economics and Management (SEM). Since 2018, she has concurrently served as the Assistant Secretary-General of the International Centre for Engineering Education under the Auspices of UNESCO (ICEE), also serve as the Secretary-General of the Global Partnership Committee, dedicated to promoting AI-driven engineering education and industry-academia-research collaboration. Since 2017, she has successively held the position of Research Director at the Institute for Cultural Economy, Tsinghua University and the Global Trade and Industry Competitiveness Research Center, focusing on research areas such as leadership model development in the era of artificial intelligence.

Ms. Shen has entered into a letter of appointment with the Company for a term of 1 year commencing from 8 June 2026. Ms. Shen is entitled to a director's fee of HK$240,000 per annum, which was determined with reference to her background, qualification, experience, duties and responsibilities within the Group and the prevailing market conditions.

As at the date of this announcement, Ms. Shen does not (i) hold any other positions in the Group; (ii) have any relationships with any Directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**")) of the Company; (iii) 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); (iv) hold any directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the preceding three years; or (v) have any other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the holders of the securities of the Company.

Ms. Shen has confirmed that (i) she has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) she has no past or present financial or other interest in the business of the Group or any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment.

The Board would like to take this opportunity to welcome Ms. Shen to the Board.

## CHANGES IN COMPOSITION OF BOARD COMMITTEES

The Board further announces that the audit committee (the "**Audit Committee**") and the remuneration committee (the "**Remuneration Committee**") of the Company has been reconstituted.

Mr. Wang Dong has ceased to be a member of the Audit Committee and Ms. Shen has been appointed as a member of the Audit Committee. The Audit Committee comprises of Ms. Kwok Pui Ha (chairperson), Mr. Jiao Jian and Ms. Shen.

Mr. Wang Guan has ceased to be a member of the Remuneration Committee and Mr. Yan Wei, an executive Director, has been appointed as a member of the Remuneration Committee. The Remuneration Committee comprises of Ms. Kwok Pui Ha (chairperson), Mr. Jiao Jian and Mr. Yan Wei.

By Order of the Board
**MTT Group Holdings Limited**
**Yan Wei**
*Chairman and Executive Director*

Hong Kong, 8 June 2026

*As at the date of this announcement, the Board comprises Mr. Yan Wei as an executive Director, Mr. Ip Ka Wai Charlie as a non-executive Director, and Mr. Jiao Jian, Ms. Shen Ye and Ms. Kwok Pui Ha as independent non-executive Directors.*