TONGSHIFU

HANGZHOU TONGSHIFU CULTURAL AND CREATIVE (GROUP) CO., LTD.
杭州銅師傅文創(集團)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0664)

CHANGE OF JOINT COMPANY SECRETARY AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

CHANGE OF JOINT COMPANY SECRETARY

The board (the "**Board**") of directors (the "**Directors**") of Hangzhou Tongshifu Cultural and Creative (Group) Co., Ltd. (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that due to personal work arrangement, Ms. Xu Jiaying (徐佳穎) ("**Ms. Xu**") has resigned from her positions as the manager of international department, the secretary to the Board and the company secretary of the Company (the "**Joint Company Secretary**"), with effect from 30 June 2026.

Ms. Xu has confirmed that she has no disagreement with the Board and there are no matters that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") in relation to her resignation as the secretary of the Board and the Joint Company Secretary.

Following the resignation of Ms. Xu, the Board further announces that, Mr. Luo Renxiang (羅仁祥) ("**Mr. Luo**") was appointed as the secretary to the Board and the Joint Company Secretary in replacement of Ms. Xu, with effect from 30 June 2026.

Ms. Leung Hoi Yan (梁愷欣) ("**Ms. Leung**"), the existing company secretary of the Company, will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Luo and Ms. Leung are as follows:

Mr. Luo Renxiang (羅仁祥), aged 51, is the Company's executive Director, deputy general manager, financial director and one of the authorized representatives of the Company under Rule 3.05 of the Listing Rules. He is primarily responsible for the overall financial management of the Group. Mr. Luo was appointed a Director from April 2014 to August 2017 and was reappointed as a Director in June 2021 and redesignated as an executive Director in April 2025. Mr. Luo was appointed as a deputy general manager and financial director of the Company in December 2021 and April 2019 respectively. Mr. Luo was appointed as a secretary to the Board from December 2021 to March 2025.

From June 2008 to April 2019, Mr. Luo held positions including a finance department manager, financial director, secretary to the board of Xijiang Technology (Hangzhou) Co., Ltd. (璽匠科技(杭州)有限公司) ("**Xijiang Technology**"), where he was responsible for the company's financial accounting, financial management, investment and financing decisions.

Mr. Luo graduated from Zhongnan University of Economics and Law (中南財經政法大學) with a bachelor's degree in accounting through distant learning in December 2006. Mr. Luo graduated jointly from Zhejiang Gongshang University (浙江工商大學) and Université du Québec à Chicoutimi with a master's degree in project management in September 2018. Mr. Luo has been a certified public accountant by Hubei Institute of Certified Public Accountants (湖北省註冊會計師協會) in the PRC since September 2004. In September 2022, Mr. Luo was awarded the Intermediate Accountant Certificate.

Ms. Leung Hoi Yan (梁皚欣), was appointed as a joint company secretary of the Company with effect from the date of the Company's listing (i.e. 31 March 2026).

Ms. Leung has over 14 years of experience in company secretarial and corporate governance matters of listed companies in Hong Kong. She currently serves as an assistant manager, Entity Solutions of Computershare Hong Kong Investor Services Limited (香港中央證券登記有限公司).

Ms. Leung holds a degree of Bachelor of Commerce (Honours) in Accounting from Hong Kong Shue Yan University (香港樹仁大學). She is an associate member of both The Hong Kong Chartered Governance Institute (香港公司治理公會) and The Chartered Governance Institute.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the prospectus of the Company dated 23 March 2026 in relation to the existing waiver from strict compliance with Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities of the Stock Exchange (the "**Listing Rules**") granted by the Stock Exchange (the "**Existing Waiver**") for a period of three years commencing from the date of listing of the Company (i.e. 31 March 2026) till 30 March 2029 on the conditions that Ms. Leung, who is a person who possesses the qualifications or experience as required under Rule 3.28 of the Listing Rules, will work closely with Ms. Xu to jointly discharge the duties and responsibilities as company secretary and assist Ms. Xu in acquiring the relevant experience as required under Rules 3.28 and 8.17 of the Listing Rules. Following the resignation of Ms. Xu, the Existing Waiver would no longer be applicable.

Pursuant to Rule 8.17 of the Listing Rules, an issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of a company secretary by virtue of his academic or professional qualifications or relevant experience.

Although Mr. Luo does not possess the professional qualifications as a company secretary under Rule 3.28 of the Listing Rules, the Board, having regard to his (i) deep and practical understanding of the Group's business operations and financial management, (ii) extensive experience in corporate governance gained from his previous roles as secretary to the Board of the Company and board secretary of Xijiang Technology, and (iii) strong financial management expertise and relevant professional qualifications, including being a certified public accountant in the PRC, is of the view that Mr. Luo is suitable to act as the Joint Company Secretary, and that his appointment is in the best interests of the Company and its shareholders as a whole.

Ms. Leung, the other Joint Company Secretary, who fully meets the requirements stipulated under Rules 3.28 and 8.17 of the Listing Rules, will assist Mr. Luo in discharging his duties as a Joint Company Secretary, including on matters concerning the Company's ongoing compliance with the Listing Rules and the applicable laws and regulations. She will work closely and communicate regularly with Mr. Luo on matters relating to corporate governance, the provisions and requirements of the Listing Rules as well as other laws and regulations which are relevant to the Company. Ms. Leung will also assist Mr. Luo in organising board meetings and shareholders' meetings of the Company as well as other matters of the Company which are incidental to the duties of a company secretary.

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the "**New Waiver**") in relation to Mr. Luo's eligibility to act as the Joint Company Secretary for a period of three years from the date of the appointment of Mr. Luo (the "**New Waiver Period**") as the Joint Company Secretary on the following conditions:

(i) Mr. Luo must be assisted by Ms. Leung during the New Waiver Period; and

(ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the New Waiver Period, the Company will notify the Stock Exchange to re-visit the situation. The qualifications and experience of Mr. Luo will be further evaluated by the Company. The Company will then endeavor to demonstrate to the Stock Exchange's satisfaction that Mr. Luo, having had the benefit of Ms. Leung's assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Company understands that the Stock Exchange may withdraw or alter the waiver if the Company's circumstances change.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Xu for her valuable contribution to the Company during her tenure of office, and to extend its warm welcome to Mr. Luo on his assumption of the new positions.

By order of the Board
Hangzhou Tongshifu Cultural and Creative (Group) Co., Ltd.
Yu Guang
Chairman, Executive Director and General Manager

Hong Kong, 30 June 2026

As of the date of this announcement, the Board comprises Mr. Yu Guang, Mr. Luo Renxiang, Mr. He Yun, Ms. Wang Xiaoxia and Mr. Chen Ruiguang as executive Directors; Mr. Xiao Feng as non-executive Director; Mr. Tu Bisheng, Dr. Huang Wenli and Mr. Fong Chun Fai as independent non-executive Directors.