EDA GROUP HOLDINGS LIMITED
EDA集團控股有限公司*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2505)

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS; AND (3) CHANGES IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND A MEMBER OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE

The board (the "**Board**") of directors (the "**Directors**") of EDA Group Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that Mr. Chan Kwok Cheung Kevin ("**Mr. Chan**") has resigned as an independent non-executive Director, as he wishes to devote more time to his personal career development, with effect from 30 June 2026. Mr. Chan has also ceased to be a member of the audit committee of the Company (the "**Audit Committee**") and the chairman of the remuneration committee of the Company (the "**Remuneration Committee**"), with effect from the same date.

Mr. Chan has confirmed that he has no disagreement with the Board and that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and/or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chan for his valuable contributions to the Company during his tenure of office as an independent non-executive Director.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF REMUNERATION COMMITTEE, AUDIT COMMITTEE AND NOMINATION COMMITTEE

The Board is pleased to announce that Mr. Huang Risheng ("**Mr. Huang**") has been appointed as an independent non-executive Director and the chairman of the Remuneration Committee, with effect from 30 June 2026; and Mr. Zhan Linkun ("**Mr. Zhan**") has been appointed as an independent non-executive Director, a member of the Audit Committee and a member of the nomination committee of the Company (the "**Nomination Committee**"), with effect from 30 June 2026.

The biographical details of Mr. Huang are set out below:

Mr. Huang, aged 55, has over 30 years of experience in engineering construction, project management and corporate operations, and is currently the executive director of the Hong Kong office of the Shenzhen Construction Engineering Project Management Association. From 1993 to 1999, he worked at Shenzhen Jinzhong Co., Ltd. (深圳市金眾股份有限公司), where he successively served as project technical head, chief engineer and manager; from 1999 to 2002, he worked at the Construction Engineering Enforcement Office of the Shenzhen Construction Bureau; from 2002 to 2004, he served as a project manager at China Huaxi Enterprise Co., Ltd. (中國華西企業有限公司); and from 2004 to 2005, he served as deputy general manager of Shenzhen Yonglan Industrial Co., Ltd. (深圳市永瀾實業有限公司). Mr. Huang subsequently served as general manager of Shenzhen Fanhua Engineering (Group) Co., Ltd. (深圳泛華工程(集團)有限公司) from 2006 to 2009; as general manager and Senior Consultant of Shenzhen Yinglong (Construction and Installation) Group Co., Ltd. (深圳市英龍(建安)集團有限公司) from 2009 to 2018; as a project manager of Shenzhen Xingji Construction Engineering Co., Ltd. (深圳星際建築工程有限公司) from 2018 to 2023; and again as an engineering consultant of Shenzhen Yinglong (Construction and Installation) Group Co., Ltd. from 2023 to 2025. He has participated in and led a number of large-scale engineering projects, including three projects that won the China Construction Engineering Luban Prize (魯班獎) (National Quality Engineering Award), the Shenzhen Convention and Exhibition Center and the Shenzhen-Hong Kong Western Corridor. Mr. Huang was admitted to Hong Kong in 2025 under the Top Talent Pass Scheme, and served as a joint-venture engineer of China Railway (中國中鐵) from 2025 to February 2026.

Mr. Huang graduated from Tsinghua University in Beijing, where he obtained a bachelor's degree in hydraulic and hydroelectric engineering construction and a master's degree in the field of construction and civil engineering (construction economics and management). Mr. Huang holds a Senior Professional Manager Qualification Certificate issued by the China Construction Enterprise Management Association, and a National Class One Constructor registration certificate issued by the Ministry of Housing and Urban-Rural Development of the People's Republic of China, covering three specialties, namely construction engineering, water conservancy engineering and mining engineering.

Mr. Huang has entered into a letter of appointment with the Company for a term of three years commencing from 30 June 2026. In accordance with the articles of association of the Company, the term of office of Mr. Huang shall only be until the first annual general meeting of the Company after his appointment, and he shall be eligible for re-election at such meeting. Thereafter, Mr. Huang shall be subject to retirement by rotation and re-election at the annual general meetings of the Company. Pursuant to his letter of appointment, Mr. Huang is entitled to a director's fee of HK$180,000 per annum, which is determined with reference to the recommendation of the Remuneration Committee and his qualifications, experience, duties and responsibilities with the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, Mr. Huang confirms that he (i) has not held any directorship in any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this announcement; (ii) does not hold any other position with the Company or any other member of the Group; (iii) does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"); and (iv) does not have, and is not deemed to have, any interest or short position 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).

Mr. Huang has confirmed that (a) he has met all the independence criteria set out in Rules 3.13(1) to (8) of the Listing Rules; (b) he does not have, in the past or at present, any financial or other interest in the business of the Group, nor any connection with any core connected person of the Company (as defined under the Listing Rules); and (c) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, the Board is not aware of any matter relating to the appointment of Mr. Huang that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange, nor is there any other information relating to Mr. Huang that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to extend its warm welcome to Mr. Huang on joining the Board.

The biographical details of Mr. Zhan are set out below:

Mr. Zhan, aged 57, has over 25 years of experience in corporate management, strategic planning and corporate governance in the high-technology industry. Mr. Zhan has been self-employed since November 2020, providing management training and consultancy services to enterprises, focusing on areas such as strategic planning, process-based organisational development and internationalisation expansion. From October 1994 to November 2020, he worked at Huawei Technologies Co., Ltd. (華為技術有限公司), during which he held a number of senior management positions, including marketing president of the software product line from December 2003 to March 2010, chief representative of the South America South Region from April 2010 to April 2012, chief representative of the China Telecom System Department from May 2012 to October 2014, head of the China Region Strategy and Business Development Department from November 2014 to March 2016, and responsible director of the overseas subsidiaries under the group regulatory system from April 2016 to December 2019, in charge of the compliance operations and cadre supervision of various representative offices in the Northeast Europe region. Mr. Zhan was among the first batch of recipients of Huawei's "Ten Blue-Blood Elites" and a gold-medal lecturer of Huawei University, and had participated throughout in a number of corporate management transformations of Huawei. Before joining Huawei, Mr. Zhan served as a software engineer at the No. 55 Research Institute of the Ministry of Machinery and Electronics Industry in Nanjing from March 1992 to March 1993, and as the head of the digital division and assistant to the president of the Zhuhai Shunba Research Institute of the U.S. Concord Group from April 1993 to October 1994.

Mr. Zhan graduated from Soochow University in 1989 with a bachelor's degree in mathematics, and graduated from Nanjing University of Science and Technology in 1992 with a master's degree in automatic control.

Mr. Zhan has entered into a letter of appointment with the Company for a term of three years commencing from 30 June 2026. In accordance with the articles of association of the Company, the term of office of Mr. Zhan shall only be until the first annual general meeting of the Company after his appointment, and he shall be eligible for re-election at such meeting. Thereafter, Mr. Zhan shall be subject to retirement by rotation and re-election at the annual general meetings of the Company. Pursuant to his letter of appointment, Mr. Zhan is entitled to a director's fee of HK$180,000 per annum, which is determined with reference to the recommendation of the Remuneration Committee and his qualifications, experience, duties and responsibilities with the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, Mr. Zhan confirms that he (i) has not held any directorship in any public company the securities of which are listed on any securities market in Hong Kong or overseas in the three years immediately preceding the date of this announcement; (ii) does not hold any other position with the Company or any other member of the Group; (iii) does not have any relationship with any Director, senior management or substantial or controlling shareholder of the Company as defined under the Listing Rules; and (iv) does not have, and is not deemed to have, any interest or short position 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).

Mr. Zhan has confirmed that (a) he has met all the independence criteria set out in Rules 3.13(1) to (8) of the Listing Rules; (b) he does not have, in the past or at present, any financial or other interest in the business of the Group, nor any connection with any core connected person of the Company (as defined under the Listing Rules); and (c) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, the Board is not aware of any matter relating to the appointment of Mr. Zhan that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange, nor is there any other information relating to Mr. Zhan that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to extend its warm welcome to Mr. Zhan on joining the Board.

CHANGES IN COMPOSITION OF BOARD COMMITTEES

Immediately following the above resignation and appointments taking effect, the composition of the board committees of the Company will be changed as follows, with effect from 30 June 2026:

(1) the Audit Committee: following the resignation of Mr. Chan as a member of the Audit Committee, Mr. Zhan has been appointed as a member of the Audit Committee. Upon re-composition, the Audit Committee comprises Mr. Ng Cheuk Him (chairman), Mr. Luo Jianfeng and Mr. Zhan Linkun.

(2) the Remuneration Committee: following the resignation of Mr. Chan as the chairman of the Remuneration Committee, Mr. Huang has been appointed as the chairman of the Remuneration Committee, and Mr. Zuo Manlun and Mr. Ng Cheuk Him have been appointed as members of the Remuneration Committee. Upon re-composition, the remuneration committee comprises Mr. Huang Risheng (chairman), Mr. Liu Yong, Mr. Zuo Manlun, Mr. Ng Cheuk Him and Mr. Wong Ping Yee Natalis.

(3) the Nomination Committee: Mr. Zuo Manlun and Mr. Zhan have been appointed as members of the Nomination Committee. Upon re-composition, the Nomination Committee comprises Mr. Wong Ping Yee Natalis (chairman), Ms. Li Qin, Mr. Zuo Manlun, Mr. Ng Cheuk Him and Mr. Zhan Linkun.

COMPLIANCE WITH THE REQUIREMENTS OF THE LISTING RULES

Immediately following the appointments of Mr. Huang and Mr. Zhan and the resignation of Mr. Chan as described above, the Board comprises three executive Directors, two non-executive Directors and four independent non-executive Directors, totalling nine Directors. The number of independent non-executive Directors represents more than one-third of all members of the Board. Accordingly, the Company has complied with the requirements under Rules 3.10(1) and 3.10A of the Listing Rules in respect of the composition of the Board.

In addition, upon the re-composition of the board committees as described above, each of the Audit Committee and the Remuneration Committee comprises not less than three members, with a majority of the members being independent non-executive Directors and being chaired by an independent non-executive Director. The Company has continued to comply with the requirements under Rules 3.21, 3.25 and 3.27A of the Listing Rules in respect of the composition of the Audit Committee, the Remuneration Committee and the Nomination Committee.

By order of the Board
EDA Group Holdings Limited
Mr. Liu Yong
Executive Director and Chairman of the Board

Hong Kong, 30 June 2026

As at the date of this announcement, the Board comprises (i) Mr. Liu Yong, Ms. Li Qin and Mr. Cheung Man Yu as executive Directors; (ii) Mr. Zuo Manlun and Mr. Luo Jianfeng as non-executive Directors; and (iii) Mr. Ng Cheuk Him, Mr. Wong Ping Yee Natalis, Mr. Huang Risheng and Mr. Zhan Linkun as independent non-executive Directors.

* *For identification purpose only*