VIEWTRIX

**Viewtrix Technology Co., Ltd**
**雲英谷科技股份有限公司**
*(A joint stock company incorporated in the People's Republic of China with limited liability)*
**(Stock Code: 3310)**

# (1) CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) NON-COMPLIANCE WITH THE HONG KONG LISTING RULES; AND (3) CLOSURE OF REGISTER OF MEMBERS

## RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Viewtrix Technology Co., Ltd (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that Ms. Zhou Xinru (周欣如) ("**Ms. Zhou**") has resigned as an independent non-executive Director, a member of the remuneration committee, and a member of the nomination committee of the Company with effect from July 31, 2026 due to personal work arrangement (the "**Resignation**"). In relation to the Resignation of Ms. Zhou, the Board has no disagreement with Ms. Zhou, and there are no other matters that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Zhou for her valuable contributions to the Company during her tenure of service.

## PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Zhang Jinfan (張勁帆) ("**Mr. Zhang**") has been nominated as a candidate for independent non-executive Director of the second session of the Board of the Company.

Biographical details of Mr. Zhang are set out below:

Professor Zhang Jinfan, aged 45, obtained his bachelor's, master's, and doctoral degrees successively from the Department of Electrical Engineering at Tsinghua University in July 2007, and obtained a doctoral degree in finance from the School of Management at Yale University in the United States in December 2013. Mr. Zhang joined the School of Management and Economics of the Chinese University of Hong Kong (Shenzhen) in 2017, successively serving as an associate professor of finance, a professor of finance, the head of the finance area, and a co-director of the Center for Chinese Economy and Enterprise Overseas Strategy Research of Shenzhen Finance Institute. He has been serving as an independent non-executive director of Sheng Yuan Holdings Limited (stock code: 0851.HK) since May 2020. Prior to that, Mr. Zhang served as an economist in the Monetary Policy and Financial Markets Department of the International Monetary Fund (IMF) and as an assistant professor of finance at Cheung Kong Graduate School of Business. Mr. Zhang has extensive experience in the research of China's economy, finance and industrial policies, with his main research fields including financial markets, financial technology, and Chinese economy.

The appointment of Mr. Zhang is subject to the approval by the shareholders of the Company at the 2026 first extraordinary general meeting (the "**EGM**"). The term of office of Mr. Zhang shall commence from the date of approval at the EGM until the expiry of the term of the second session of the Board. Subject to the approval of the appointment of Mr. Zhang at the EGM, the Company will enter into a service agreement with him. Pursuant to relevant laws and regulations including the Company Law of the People's Republic of China and the relevant provisions of the Articles of Association of Viewtrix Technology Co., Ltd (the "**Articles of Association**"), and taking into account the actual operations of the Company as well as industry remuneration levels, the Board proposes that the allowance standard for Mr. Zhang for 2026 be RMB43,900 (before tax), which is subject to the consideration and approval at the EGM.

Save as disclosed above, Mr. Zhang did not hold any directorship in any other listed companies in the past three years. Mr. Zhang does not hold any position in any member of the Group and does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, Mr. Zhang does not have any interest 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). There is no other information relating to the proposed appointment of Mr. Zhang that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), nor are there any other matters that need to be brought to the attention of the shareholders of the Company.

Mr. Zhang has confirmed that: as at the date of this announcement, (i) he is independent in respect of each of the factors set out in Rules 3.13(1) to (8) of the Hong Kong Listing Rules; (ii) he has no past or present financial or other interests in the business of the Group, and does not have any connection with any core connected person of the Company (as defined under the Hong Kong Listing Rules); and (iii) there are no other factors that may affect his independence.

## NON-COMPLIANCE WITH THE HONG KONG LISTING RULES

Following the Resignation of Ms. Zhou on July 31, 2026, the Board comprises six members, including only two independent non-executive Directors; the remuneration committee and the nomination committee of the Company comprises two members respectively, including only one independent non-executive Director. As a result, the Company fails to meet: (i) Rule 3.10(1) of the Hong Kong Listing Rules, which requires that the board of directors of a listed issuer must include at least three independent non-executive directors; (ii) Rule 3.25 of the Hong Kong Listing Rules, which requires that the remuneration committee must comprise a majority of independent non-executive directors; and (iii) Rule 3.27A of the Hong Kong Listing Rules, which requires that the nomination committee must comprise a majority of independent non-executive directors.

To comply with the relevant provisions of the Hong Kong Listing Rules, the Company proposes to convene the EGM on Thursday, August 20, 2026 to consider and approve the proposed appointment of Mr. Zhang as an independent non-executive Director of the Company. The appointment of Mr. Zhang is subject to approval by the shareholders at the EGM. Upon the appointment of Mr. Zhang becoming effective, the Company will re-comply with the aforementioned requirements under the Hong Kong Listing Rules. Accordingly, the Company expects to restore full compliance with the Hong Kong Listing Rules within three months.

## CLOSURE OF REGISTER OF MEMBERS

The Company proposes to convene the EGM on Thursday, August 20, 2026. For the purpose of determining the eligibility to attend and vote at the EGM, the register of members of the Company will be closed from Monday, August 17, 2026 to Thursday, August 20, 2026, both days inclusive, during which period no transfer of shares will be registered. The record date for determining the entitlement of the shareholders to attend and vote at the EGM is Thursday, August 20, 2026. In order to be eligible to attend and vote at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Friday, August 14, 2026.

A circular containing details of the resolution to be proposed at the EGM, together with the notice of the EGM, will be despatched to the shareholders in due course.

By order of the Board
**Viewtrix Technology Co., Ltd**
**雲英谷科技股份有限公司**
**Dr. Gu Jing**
*Chairman of the Board*
*and Chief Executive Officer*

Hong Kong, August 2, 2026

*As at the date of this announcement, the Board comprises (i) Dr. Gu Jing and Mr. Han Zhiyong as executive Directors; (ii) Ms. Zhan Jing and Mr. Zhou Zhifeng as non-executive Directors; and (iii) Dr. Jiang Yimin and Mr. Chang Eric Jackson as independent non-executive Directors.*