聚合数据
JUHE DATA

Tianju Dihe (Suzhou) Technology Co., Ltd.
天聚地合(蘇州)科技股份有限公司

(a joint stock company incorporated in the People's Republic of China)

(Stock Code: 2479)

CHANGE OF CHAIRMAN, EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY, CHIEF FINANCIAL OFFICER, MEMBERS OF BOARD COMMITTEES AND AUTHORISED REPRESENTATIVE

(A) RESIGNATION OF CHAIRMAN, EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY AND CHIEF FINANCIAL OFFICER; CESSATION TO ACT AS MEMBER OF NOMINATION AND REMUNERATION AND ASSESSMENT COMMITTEE AND AUTHORISED REPRESENTATIVE

The board (the "**Board**") of directors (the "**Directors**") of Tianju Dihe (Suzhou) Technology Co., Ltd. (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that on 30 August 2026:

1. Mr. Zuo Lei ("**Mr. Zuo**") has tendered his resignation as the chairman of the Board, an executive Director, chief executive officer and the legal representative of the Company with effect from 30 August 2026;

2. Ms. Yang Yanjun ("**Ms. Yang**") has (i) tendered her resignation as an executive Director and the company secretary of the Company; (ii) ceased to act as a member of the nomination committee and a member of the remuneration and assessment committee of the Company; and (iii) ceased to act as the authorised representative of the Company (the "**Authorised Representative**") under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") (the "**Listing Rules**") with effect from 30 August 2026; and

3. Mr. Shao Chuangye ("**Mr. Shao**") has tendered his resignation as the chief financial officer of the Company with effect from 30 August 2026.

The Company's shares has been suspended for trading on the Stock Exchange since 1 April 2025. (the "**Trading Suspension**") One of the resumption guidance requirements imposed by the Stock Exchange is that the Company shall demonstrate that there is no reasonable regulatory concern regarding the integrity, competence and/or character of the Group's management and/or any person with substantial influence over the Company's management and operations that may pose a risk to investors and damage market confidence.

Since the date of Trading Suspension, Mr. Zuo, Ms. Yang and Mr. Shao (the "**Resigned Management**") have been actively working with professional parties engaged by the Company towards resumption of trading in the Company's shares. During this process, the Resigned Management observed that there is room for improvement in the Company's internal control system and a need to implement additional internal control procedures in respect of the matters leading to the Trading Suspension. As such, the Resigned Management have voluntarily tendered their resignations with a view to avoiding any potential/possible perceived concern over management integrity (without admittance) and to expedite the resumption of trading in the Company's shares in the interest of the Company and its shareholders.

Each of Mr. Zuo, Ms. Yang and Mr. Shao has confirmed that they have no disagreement with the Board and there are no other matters relating to their respective resignations that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude and appreciation to Mr. Zuo, Ms. Yang and Mr. Shao for their valuable contributions to the Group.

(B) APPOINTMENT OF CHAIRMAN, EXECUTIVE DIRECTORS, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY, CHIEF FINANCIAL OFFICER, MEMBER OF NOMINATION AND REMUNERATION AND ASSESSMENT COMMITTEE AND AUTHORISED REPRESENTATIVE

Following the resignations of Mr. Zuo, Ms. Yang and Mr. Shao, the Board is pleased to announce that with effect from 30 August 2026:

1. Mr. Wang Haojin ("**Mr. Wang**"), an executive Director, has been appointed as the chairman of the Board, the chief executive officer and the legal representative of the Company;

2. Ms. Ji Shilin ("**Ms. Ji**") has been appointed as an executive Director and a member of the nomination committee of the Company;

3. Mr. Gao Qi ("**Mr. Gao**") has been appointed as an executive Director; and

4. Ms. Wang Xinye ("**Ms. Wang**"), an executive Director and co-chief financial officer of the Company, has been appointed as the company secretary, a member of the remuneration and assessment committee of the Company and an Authorised Representative, and re-designated as the chief financial officer of the Company.

The biographical details of each of Mr. Wang, Ms. Ji, Mr. Gao and Ms. Wang are set out below:

Mr. Wang, aged 42, joined the Company in November 2011 as Director and general manager until December 2013. Subsequently, he has served in various roles in the Company, including general manager of the key account unit and supervisor. He was re-appointed as Director in February 2014 and re-designated as an executive Director in June 2023. He is primarily responsible for client relationship management and maintenance. Mr. Wang has over 11 years of experience in client development and management. He is also the supervisor of Juli Wanhe and Xuzhou Juhe. Mr. Wang obtained his bachelor's degree in computer science and technology from Nanjing University of Aeronautics and Astronautics (南京航空航天大學) in the PRC in June 2006.

Ms. Ji, aged 38, has previously served in various roles in the Company since July 2017, including assistant to president, head of marketing and chairlady of the Supervisory Committee. Since January 2021, Ms. Ji has been serving as the head of human resources of the Company. In April 2023, she was promoted as the deputy general manager of the Company and is responsible for overseeing the human resources management of the Group. Prior to joining the Company, from September 2014 to February 2017, she successively served as the president assistant deputy director of the management center of Speed and Technology Co., Ltd. (速度科技股份有限公司), a company principally engaged in the development and sales of software products and data services, where she was primarily responsible for administrative affairs, business expansion and human resources management. Ms. Ji obtained a bachelor's degree in forest study from Huangshan University (黃山學院) in July 2011. She further obtained a master's degree in forest protection from Nanjing Forestry University (南京林業大學) in June 2014 and is currently enrolled in the master's degree in applied psychology of Renmin University of China (中國人民大學). She has obtained the qualification of Human Resource Management Professional (人力資源管理師) accredited by the Ministry of Human Resources and Social Security of the PRC in November 2022.

Ms. Ji has entered into a service agreement with the Company with effect from the date of this announcement for a term of three years, subject to rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the service agreement, Ms. Ji is entitled to receive a remuneration of RMB500,000 per annum in the capacity as an executive Director and other positions within the Group.

Mr. Gao, aged 34, was appointed as the design manager of the Company in February 2011, and was appointed as the supervisor of the Company representing employees and chairman of the Supervisory Committee in April 2023. He is primarily responsible for presiding over the work of the Supervisory Committee and supervising the operating and financial activities of the Company. Mr. Gao had previously served as a legal representative of Shanghai Qiongjin Architectural Design Consulting Center (上海瓊瑾建築設計諮詢中心) ("**Shanghai Qiongjin**") from March 2019 to October 2021, a company principally engaged in the provision of architectural design consulting services and information consulting services in the PRC. Shanghai Qiongjin was dissolved on October 12, 2021 as a result of cessation of business. Mr. Gao confirmed that (i) there was no judgment or findings of fraud, dishonesty, any misconduct or wrongful act on his part in connection with the dissolution of Shanghai Qiongjin; (ii) there is no outstanding claim or liability against him in connection with the dissolution of Shanghai Qiongjin; and (iii) Shanghai Qiongjin was solvent at the time of its dissolution. Mr. Gao obtained his associate degree in entertainment software design from Suzhou Art & Design Technology Institute (蘇州工藝美術職業技術學院) in the PRC in June 2011.

Mr. Gao has entered into a service agreement with the Company with effect from the date of this announcement for a term of three years, subject to rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the service agreement, Mr. Gao is entitled to receive a remuneration of RMB401,100 per annum in the capacity as an executive Director and other positions within the Group.

As at the date of this announcement, other than disclosed above, each of Ms. Jin and Mr. Gao confirmed that he/she (i) does not hold any position with the Company and other members of the Group; (ii) does not hold any directorship in any other listed companies in Hong Kong or overseas in the past three years; (iii) does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders of the Company; (iv) does not have any interest in shares of the Company and its associated corporations which is required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (v) there is no other matters relating to his/her appointment that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange, and there is no other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rule.

Ms. Wang, aged 36, joined the Company in March 2026 as an executive Director and co-chief financial officer of the Company. Prior to joining the Group, Ms. Wang was a director and group chief financial officer of Zhejiang Bangjie Holding Group Co., Ltd. (浙江棒傑控股集團股份有限公司) (a company listed on Shenzhen Stock Exchange with stock code 002634.SZ), and also served as deputy general manager of the capital operations department of Suzhou MedicalSystem Technology Co., Ltd. (蘇州麥迪斯頓醫療科技股份有限公司) and capital director of GCL Group Limited (協鑫集團有限公司). She graduated with a master's degree in finance from Syracuse University in 2012 and a bachelor's degree in finance from Nanjing Normal University in 2011. Ms. Wang holds PRC Certified Public Accountant (CPA) and PRC tax adviser qualifications.

The Board would like to take this opportunity to congratulate Mr. Wang, Ms. Ji, Mr.Gao and Ms. Wang on their new appointments.

(C) BUSINESS OPERATION

As at the date of this announcement, notwithstanding the Trading Suspension, the business operations of the Group have continued as usual in all material respects, and there has been no material change to the Group's business model and operations since the Trading Suspension.

(D) CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Tuesday, 1 April 2025 pending the publication of its outstanding financial results, and will remain suspended until the fulfilment of the Resumption Guidance.

Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.

By order of the Board
Tianju Dihe (Suzhou) Technology Co., Ltd.
Wang Haojin
Chairman and Executive Director

Hong Kong, 30 August 2026

As at the date of this announcement, the Board comprises Mr. Wang Haojin, Mr. Lin Shan, Ms. Wang Xinye, Ms. Ji Shilin and Mr. Gao Qi as executive Directors; Mr. Qiu Jianqiang as non-executive Director; and Mr. Huang Xuexian, Mr. Chen Xinhe and Mr. Li Shun Fai as an independent non-executive Directors.