Quantgroup Holding Limited
量化派控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2685)

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (3) CHANGE IN THE COMPOSITION OF BOARD COMMITTEES; AND (4) RESIGNATION OF JOINT COMPANY SECRETARY

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Quantgroup Holding Limited (the "**Company**", together with its subsidiaries and consolidated affiliated entities, the "**Group**") announces that with effect from September 3, 2026, Mr. Sun Junchen ("**Mr. Sun**") has resigned as an independent non-executive Director of the Company due to his decision to devote more effort on his other business commitments. Upon Mr. Sun's resignation, Mr. Sun also ceased to be the chairman of the audit committee (the "**Audit Committee**") of the Company and a member of each of the nomination committee (the "**Nomination Committee**") and the remuneration committee (the "**Remuneration Committee**") of the Company, each with effect from September 3, 2026.

Mr. Sun has confirmed that he has no disagreement with the Board and that there are no other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Board would like to take this opportunity to express its gratitude to Mr. Sun for his valuable contributions to the Board and the Company during his tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. Xu Jiayuan ("**Ms. Xu**") has been appointed as an independent non-executive Director, the chairlady of the Audit Committee and a member of each of the Nomination Committee and Remuneration Committee, all with effect from September 3, 2026.

The biographical details of Ms. Xu are set out as follows:

Ms. Xu, aged 35, has over 10 years of experience in the corporate governance field, including internal audit, risk management and corporate services to Hong Kong companies listed on the Stock Exchange as well as private and multinational companies. Ms. Xu obtained a degree of bachelor of management majoring in business administration (management accounting) at the Capital University of Economics and Business in June 2013. She further obtained a degree of master of science majoring in accountancy from the Hong Kong Polytechnic University in October 2014. Ms. Xu is member of the Hong Kong Institute of Certified Public Accountants and a Certified Public Accountant, and holds the qualification of Certified Internal Auditor conferred by The Institute of Internal Auditors.

Ms. Xu was the company secretary and authorised representative of Ta Yang Group Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 1991) from January 2023 to April 2025; the company secretary and authorised representative of Chiho Environmental Group Limited, a company listed on the Main Board of the Stock Exchange (stock code: 976) from July 2025 to May 2026; and an independent non-executive director of Neo Telemedia Limited, a company listed on the GEM of the Stock Exchange (stock code prior to delisting: 8167) and was delisted on July 17, 2025, from April 2025 to July 2025. Ms. Xu is currently appointed as the company secretary and authorised representative of Optima Automobile Group Holdings Limited, a company listed on the GEM of the Stock Exchange (stock code: 8418) since September 2021; and the company secretary and authorised representative of New Sparkle Roll International Group Limited, a company listed on the Main Board of the Stock Exchange (stock code: 970) since August 2024.

Ms. Xu has entered into a letter of appointment with the Company for an initial term of 3 years with effect from September 3, 2026, which may be terminated by not less than 30 days' notice in writing served by either party on the other. Pursuant to the articles of association of the Company (the “**Articles of Association**”) and the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), Ms. Xu will be subject to retirement and re-election at the next annual general meeting of the Company and thereafter, she is subject to retirement by rotation and re-election at least once every three years in accordance with the Articles of Association and the requirements of the Listing Rules.

Ms. Xu will be entitled to an annual remuneration of RMB240,000 as an independent non-executive Director pursuant to the letter of appointment, which is 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. Xu confirmed that she does not have, and is not deemed to have, any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). As at the date of this announcement, save as disclosed above and as far as the Board is aware, Ms. Xu (i) does not have any relationship with any Directors, senior management, substantial shareholder or controlling shareholder (as defined under the Listing Rules) of the Company; (ii) does not hold any other directorship in any other listed companies in Hong Kong or overseas in the last three years immediately preceding the date hereof; (iii) does not have other major appointments and professional qualifications; and (iv) does not hold any other position with the Company or other members of the Group.

As at the date of this announcement, Ms. Xu has confirmed that (i) she meets the independent criteria as set out in Rule 3.13 of the Listing Rules in respect of each of the factors referred to in Rules 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 Company or its subsidiaries or any connection with 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 Nomination Committee and the Board are of the view that Ms. Xu has met the independence requirements set out in Rule 3.13 of the Listing Rules.

Save as disclosed above, there are no other matters relating to Ms. Xu’s appointment that are required to be brought to the attention of the shareholders of the Company, and there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warmest welcome to Ms. Xu for joining the Board and for her new appointment.

CHANGES IN THE COMPOSITION OF BOARD COMMITTEES

Upon the resignation of Mr. Sun and the appointment of Ms. Xu, the Board announces that, with effect from September 3, 2026:

1. Mr. Sun has ceased to be the chairman of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee; and

2. Ms. Xu has been appointed as the chairlady of the Audit Committee and a member of each of the Nomination Committee and the Remuneration Committee.

RESIGNATION OF JOINT COMPANY SECRETARY

The Board announces that with effect from September 3, 2026, Ms. Yu Shanling ("**Ms. Yu**") has resigned as a joint company secretary of the Company due to her other personal career development plans.

Ms. Yu has confirmed that she has no disagreement with the Board and that there are no other matters relating to her resignation 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 gratitude to Ms. Yu for her valuable contributions to the Company during her tenure of service.

Following the resignation of Ms. Yu, the other joint company secretary of the Company, Ms. Chu Cheuk Ting, who possesses the qualifications and experience of a company secretary as required under Rules 3.28 and 8.17 of the Listing Rules, will remain in office and act as the sole company secretary of the Company.

By order of the Board
Quantgroup Holding Limited
Dr. Zhou Hao
Chairman and Executive Director

Hong Kong, September 3, 2026

As at the date of this announcement, the Board comprises: (i) Dr. Zhou Hao, Mr. Li Yan, Mr. Zhang Yanshen and Mr. Tan Feng as executive Directors; and (ii) Ms. Xu Jiayuan, Mr. Cao Jie and Ms. Guo Yongfang as independent non-executive Directors.