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RISECOMM

瑞斯康

RISECOMM GROUP HOLDINGS LIMITED

瑞斯康集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1679)

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
AND
(2) NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS**

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Risecomm Group Holdings Limited (the “**Company**”) hereby announces that Mr. Zou Heqiang (“**Mr. Zou**”) has resigned as an independent non-executive Director (“**INED**”) of the Company with effect from 4 September 2026 due to devoting more time to pursue his other business commitment.

Mr. Zou confirmed that he had no disagreement with the Board and there was no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company 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. Zou for his invaluable contribution to the Company during his term of service.

NON-COMPLIANCE WITH LISTING RULES REQUIREMENTS

Following the resignation of Mr. Zou with effect from 4 September 2026, the Company has two independent non-executive Directors and the audit committee of the Board comprises of only two members. It results in: (i) total number of independent non-executive Directors accounts for less than one-third of Board members, and hence the Company fails to meet the requirement of Rule 3.10A of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and (ii) the number of independent non-executive Directors and the number of members of the audit committee of the Company will fall below the minimum number required under Rules 3.10(1) and 3.21 of the Listing Rules respectively.

As such, the Board will make its best endeavors to identify suitable candidate to fill the vacancy as soon as practicable and within three months from 4 September 2026 in order to ensure compliance by the Company with the requirements under the Listing Rules.

The Company will make further announcement as soon as practicable after the appointment of the new independent non-executive Director.

By order of the Board
Risecomm Group Holdings Limited
Ye Bailing
Executive Director

Hong Kong, 4 September 2026

As at the date of this announcement, the executive Directors are Mr. Tsang Wah Tak, Brian and Ms. Ye Bailing, the non-executive Directors are Ms. Guo Lei and Mr. Yu Lu, and the independent non-executive Directors are Mr. Victor Yang and Ms. Lo Wan Man.