申 萬 宏 源 集 團 股 份 有 限 公 司
SHENWAN HONGYUAN GROUP CO., LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6806)

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Shenwan Hongyuan Group Co., Ltd. (the "**Company**") hereby announces that, as considered and approved by the Remuneration and Nomination Committee of the board of directors (the "**Board**") of the Company and upon consideration and approval of the Board, Mr. Fan Gongsheng ("**Mr. Fan**") has been nominated as a candidate for independent non-executive director of the sixth session of the Board of the Company.

The biographical details of Mr. Fan, which are required to be disclosed under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), are set out as follows:

Mr. Fan Gongsheng, was born in March 1958. From September 1986 to June 1987, Mr. Fan served as an assistant professor at Baruch College, City University of New York. From September 1987 to August 2008, he successively served at global investment banks including J.P. Morgan, Lehman Brothers, BNP Paribas, ABN AMRO and Dresdner Bank, responsible for public market investment and trading. From September 2008 to June 2015, he held successive positions at China Investment Corporation, including the director of the relative return investment department, responsible for global public market investment business; the director of the special return investment department, responsible for global direct investment business; and the general manager of CIC International (Hong Kong) Co., Limited. From February 2016 to February 2017, he served as the general manager of Ortus Capital Management Limited, responsible for hedge fund management and development business. From February 2017 to March 2024, he served as the managing director, head of China and senior advisor of Lazard Asset Management, USA.

Mr. Fan obtained a bachelor's degree in mathematics from the University of Science and Technology of China in 1982; a master's degree in mathematics from Columbia University, USA, in 1983; and a doctoral degree in mathematics from Columbia University, USA, in 1986.

The appointment of Mr. Fan will be subject to the consideration and approval by the shareholders of the Company (the "**Shareholders**") at the general meeting of the Company (the "**General Meeting**"). Subject to the election and approval of the appointment of Mr. Fan as a candidate for independent non-executive director of the sixth session of the Board of the Company at the General

Meeting, he will perform the duties as an independent non-executive director of the sixth session of the Board of the Company, with the term of office expiring on the date of the change of the sixth session of the Board of the Company.

Pursuant to the articles of association of the Company, Mr. Fan is eligible for re-election upon expiry of his term of office. The remuneration of Mr. Fan for serving as an independent non-executive director of the Company shall be determined in accordance with the relevant national policies, relevant regulations of the Company and the resolution of the General Meeting, which will be disclosed in the annual report of the Company.

Mr. Fan has confirmed that he has met the independence criteria as set out in Rule 3.13 of the Listing Rules. In particular, Mr. Fan has confirmed that:

(1) his independence requirement in relation to each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules;

(2) he has no past or present financial or other interests in the business of the Company or its subsidiaries and is not connected with any core connected person (as defined in the Listing Rules) of the Company; and

(3) there are no other factors that may affect his independence at the time of his proposed appointment.

After reviewing his biographical details and assessing his independence in accordance with the Listing Rules, the Board is of the opinion that Mr. Fan is an independent individual. The Remuneration and Nomination Committee of the Board has assessed and reviewed Mr. Fan's independence and concluded that he meets the independence requirements.

As at the date of this announcement, Mr. Fan has not been subject to any penalty by the China Securities Regulatory Commission or other relevant departments or disciplinary action by any stock exchange. Save as disclosed in this announcement, Mr. Fan confirmed that he did not hold any directorships in public companies whose securities are listed on any securities market in Hong Kong or overseas in the past three years and did not have any other major appointments or professional qualifications; he does not have any relationships with any of the Company's directors, senior management, substantial shareholders, controlling shareholders or their respective subsidiaries nor does he hold any position in the Company or any of its subsidiaries; he does not have any interest in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); there is no information that is required to be disclosed under Rules 13.51(2) (h) to (v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders.

The resolution regarding the proposed appointment of Mr. Fan as an independent non-executive director of the sixth session of the Board of the Company will be submitted to the General Meeting for consideration and approval only after the Shenzhen Stock Exchange has no objection to the filing of the candidate for independent director. A circular containing, among other things, details of the proposed appointment of the independent non-executive director, together with the notice of the General Meeting, will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.swhygh.com) respectively in due course, and will be dispatched to the H Shareholders of the Company by means of receipt of corporate communications elected by the H Shareholders of the Company.

By order of the Board
Shenwan Hongyuan Group Co., Ltd.
Liu Jian
Chairman

Beijing, the PRC
September 23, 2026

As at the date of this announcement, the Board comprises Mr. Liu Jian and Mr. Fang Rongyi as executive Directors; Mr. Zhu Zhilong, Ms. Zhang Ying, Mr. Shao Yalou, Mr. Xu Yixin and Mr. Yan Jinguo as non-executive Directors; Ms. Yeung Siuman Shirley, Mr. Wu Changqi, Mr. Chen Hanwen and Mr. Zhao Lei as independent non-executive Directors.