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## Pizu Group Holdings Limited

### 比優集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9893)

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 28 February 2025:

- (1) Ms. Zhang Jinghua has resigned as an independent non-executive director, chairperson of audit committee and remuneration committee, and a member of nomination committee;
- (2) Mr. Hu Jingqiang has been appointed as an independent non-executive director and a member of each of audit committee, remuneration committee and nomination committee; and
- (3) Dr. Li Xu has been re-designated as chairperson of audit committee and remuneration committee, and Ms. Qin Chunhong has been appointed as a member of the nomination committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Pizu Group Holdings Limited (the “**Company**”) is pleased to announce that:

### RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Ms. Zhang Jinghua (“**Ms. Zhang**”) has resigned as an independent non-executive Director, chairperson of audit committee and remuneration committee, and a member of nomination committee with effect from 28 February 2025 due to her focus on other personal commitments.

Ms. Zhang has confirmed that (i) she has no claim against the Company, its subsidiaries or affiliates; and (ii) she has no disagreement with the Board and there are no other matters relating to her resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its gratitude to Ms. Zhang for her valuable contribution to the Company during her tenure of office.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Hu Jingqiang (“**Mr. Hu**”) has been appointed as an independent non-executive Director and a member of each of audit committee, remuneration committee and nomination committee of the Board with effect from 28 February 2025.

Mr. Hu, aged 38, graduated from Central South University with a Master’s degree in Mining Engineering. Mr. Hu is a senior engineer of mining engineering. From June 2007 to June 2011, he worked at Zijin (Xiamen) Engineering Design Co., Ltd. 紫金(廈門)工程設計有限公司 as the head of the mining profession and a mining design technician. From July 2011 to March 2023, he worked at Sichuan Metallurgical Design and Research Institute 四川省冶金設計研究院 as the Vice President of the Mining Branch. From April 2023 to present, he has been serving as the General Manager of Sichuan Branch of Xinjiang Nonferrous Metallurgy Design and Research Institute Co., Ltd. 新疆有色冶金設計研究院有限公司四川分公司.

The appointment of Mr. Hu as an independent non-executive Director is subject at all times to Articles of Association of the Company (“**Articles**”). Pursuant to Articles 83(3), Mr. Hu’s tenure as director will end at the coming annual general meeting, but he will be eligible for re-election. The Company has entered into an appointment letter with Mr. Hu for a term of three years commencing from 28 February 2025. Under the appointment letter entered into between the Company and Mr. Hu, he is entitled to annual director’s fees of HK\$120,000 for his appointment as an independent non-executive director, member of each of audit committee, remuneration committee and nomination committee of the Board. Such remuneration has been determined by reference to his roles and responsibilities and prevailing market conditions. Save for the above fees, Mr. Hu is not entitled to any other emolument for holding his office as the post.

Mr. Hu has confirmed that (i) he met the independence criteria as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); (ii) he 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 his independence at the time of his appointment.

Mr. Hu has confirmed that (i) he did not hold any other positions in the Company or any of its subsidiaries, or hold any directorships in any other listed companies in the last three years; (ii) he does not have any relationship with any Directors, supervisors, senior management or substantial Shareholders of the Company; and (iii) he does not have or is deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

As the date of this announcement, save as disclosed herein, the Board is not aware of any other matters in relation to the appointments of Mr. Hu that need to be brought to the attention of the Shareholders or any information that need to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Hu to join the Board an independent non-executive director and a member of each of audit committee, remuneration committee and nomination committee of the Company.

### **CHANGE IN COMPOSITION OF BOARD COMMITTEES**

The Board further announces that (i) Dr. Li Xu, an existing independent non-executive Director, will be re-designated as chairperson of the audit committee and remuneration committee with effect from 28 February 2025; (ii) Mr. Hu will be appointed as a member of the audit committee, remuneration committee and nomination committee upon his appointment as an independent non-executive Director becoming effective; and (iii) Ms. Qin Chunhong, an existing executive Director, will be appointed as a member of the nomination committee with effect from 28 February 2025.

By order of the Board  
**Pizu Group Holdings Limited**  
**MA Tianyi**  
*Chairman and Chief Executive Officer*

Hong Kong, 28 February 2025

*As at the date of this announcement, the Board comprises eight Directors. The executive Directors are Mr. Ma Tianyi (Chairman and Chief Executive Officer), Mr. Liu Fali (Chief Operating Officer), Ms. Qin Chunhong, Ms. Ma Ye and Mr. Ma Yong; and the independent non-executive Directors are Mr. Ha Suoku, Dr. Li Xu and Mr. Hu Jingqiang.*