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偉仕佳杰  
VSTECS

VSTECS HOLDINGS LIMITED  
偉仕佳杰控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 856)

## RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that, with effect from 20 December 2024:

- (1) Mr. Lam has tendered his resignation as an independent non-executive director and chairman of the audit committee, a member of the remuneration committee and nomination committee of the Company;
- (2) Mr. Wang has tendered his resignation as an independent non-executive director and a member of the audit committee, the remuneration committee and nomination committee of the Company; and
- (3) Mr. Yu has been appointed as an independent non-executive director and chairman of the audit committee, a member of the remuneration committee and nomination committee of the Company.

### (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of VSTECS Holdings Limited (the “**Company**”) announces that Mr. Lam Hin Chi (“**Mr. Lam**”) has tendered his resignation as an independent non-executive director and chairman of the audit committee, a member of the remuneration committee and nomination committee of the Company with effect from 20 December 2024 as he intended to devote more time to his other personal commitments.

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

### (2) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Wang Xiaolong (“**Mr. Wang**”) has tendered his resignation as an independent non-executive director and a member of the audit committee, the remuneration committee and nomination committee of the Company with effect from 20 December 2024 as he intended to devote more time to his other personal commitments.

Mr. Wang confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

### **(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board further announces that Mr. Yu Dingheng (“**Mr. Yu**”) has been appointed as an independent non-executive director and chairman of the audit committee, a member of the remuneration committee and nomination committee of the Company with effect from 20 December 2024.

Mr. Yu, aged 50, holds a Bachelor Degree in Economic Information Management from the Jiangxi University of Finance and Economics and a Master Degree in Business Administration from the PBC School of Finance, Tsinghua University. Mr. Yu has over 25 years of experience in asset management and capital market. From 2000 to 2005, he worked as a Business Director of Capital Market Division of 平安證券股份有限公司 (Ping An Securities Co., Ltd\*). From 2006, Mr. Yu has been a founder, Chairman and Investment Director of 深圳市翼虎投資管理有限公司 (Shenzhen Yihu Investment Management Co., Ltd.\*). He is currently a visiting professor of the National Digital Literacy and Skills Training Base and Investment and Digital Economy at the Jiangxi University of Finance and Economics.

There will be an appointment letter made between the Company and Mr. Yu. Mr. Yu is not appointed for a specific term but is subject to the retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company and his appointment shall continue unless terminated by not less than three months’ notice in writing served by either party on the other. Mr. Yu is entitled to receive an annual director’s fee of HK\$120,000 which is determined by the Board with reference to his qualification and experience, responsibilities to be undertaken, the Company’s remuneration policies and the prevailing market conditions.

To the best knowledge of the directors of the Company, and saved as disclosed above, (i) Mr. Yu has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) Mr. Yu has not held any other positions in the Company and other members of the Company’s group; and (iii) Mr. Yu does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company.

As at the date of this announcement, Mr. Yu does not have, and is not deemed to have, any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Mr. Yu has confirmed, and the Board is satisfied; that he meets the independence criteria as set out in Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Save as disclosed above, Mr. Yu has confirmed that there are no other matters that need to be brought to the attention of shareholders in connection with his appointment and there is no other information that should be disclosed pursuant to rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Lam and Mr. Wang for their valuable contributions to the Company during their tenure of office and express our warmest welcome to Mr. Yu for joining the Board.

By Order of the Board  
**VSTECS Holdings Limited**  
**Lam Chung Sui**  
*Company Secretary*

Hong Kong, 20 December 2024

*As at the date hereof, the Board comprises Mr. Li Jialin, Mr. Ong Wei Hiam, William, Mr. Li Yue, Mr. Chan Hoi Chau and Mr. Gu Sanjun as executive directors; Mr. Zhang Dongjie as non-executive director; and Mr. Li Wei, Ms. Gao Yiyang and Mr. Yu Dingheng as independent non-executive directors.*

\* *For identification purposes only*