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FUTIAN HOLDINGS LIMITED

福田股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8196)

CHANGE OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF EXECUTIVE DIRECTORS AND INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Directors**”) of the Futian Holdings Limited (the “**Company**”) hereby announces that with effect from 25 July 2025, Ms. Feng Li (“**Ms. Feng**”) and Ms. Sun Zhaoyang (“**Ms. Sun**”) have resigned as executive Directors of the Company, and Ms. Bai Shuang (“**Ms. Bai**”) and Mr. Ha Chengyong (“**Mr. Ha**”) have resigned as independent non-executive Directors of the Company, due to their desires to devote more time on other personal endeavors.

Each of the resigning Directors has confirmed that she/he has no disagreements with the Board and there are no other matters relating to his resignation that needs 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 and appreciation to Ms. Feng, Ms. Sun, Ms. Bai and Mr. Ha for their valuable contributions to the Company during their tenure of office.

APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Huang Shiping (“**Mr. Huang**”) is appointed as an executive Director of the Company with effect from 25 July 2025. The biographical details of Mr. Huang are set out as follows:

Mr. Huang, aged 43, has over 15 years of experience in corporate strategic planning and operational management. Mr. Huang obtained his bachelor’s degree in computer science and technology from Ningbo University in 2003. Since March 2014, Mr. Huang served as the general manager of Rui’an Delong Car Parts Company Limited. He was mainly responsible for formulating the company’s strategic development direction and annual operating goals, building the marketing system, overseeing the business development and managing the company’s new projects.

Mr. Huang has entered into a service agreement with the Company for a term of three years. He will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Huang will be entitled to a monthly salary of HK\$30,000 which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his background, qualification, experience, duties and responsibilities and prevailing market conditions.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that, with effect from 25 July 2025, each of Mr. Yang Yucheng (“**Mr. Yang**”) and Dr. Chang Cheng Hui (“**Dr. Chang**”) has been appointed as an independent non-executive Director. The biographical details of the above-mentioned Directors are set out as below:

Mr. Yang

Mr. Yang, aged 38, has over 10 years in human resources management. Mr. Yang obtained his bachelor degree of science in opt-electric science and technology from Sun Yat-sen University in 2010. He further obtained a master degree of engineering in integrated circuits from Sun Yat-sen University in 2012.

From 2012 to 2016, Mr. Yang served as vice-president in the research and development department of Guangzhou Aike Talent Services Co., Limited that mainly engaged in high-end talent search and assessment, focusing on the development and application of talent assessment tools. From 2016 to 2023, Mr. Yang served as vice general manager/general manager in the subsidiaries of Guangdong Nanyue Group Human Resource Services Co., Limited. Since 2024, Mr. Yang served as the general manager in Guangzhou Hongersi Information Technology Co., Limited that mainly engaged in talent development consulting and assessment, cross-border business expansion and human resources related services.

Mr. Yang has entered into a service agreement with the Company for a term of three years. He will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Mr. Yang will be entitled to an annual salary of HK\$20,000 which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his duties and responsibilities and prevailing market conditions.

Dr. Chang

Dr. Chang, aged 63, has over 25 years of experience in design and operation in the medical technology industry and research in food nutrition and biotechnology. Dr. Chang obtained his doctor degree in business administration from California American University in 2007. He also completed the post doctor research fellowship program in the California State University Monterey Bay in September 2022 and the post doctoral development programme in the Homerton College of the University of Cambridge in July 2023.

From 2006 to 2016, Dr. Chang served as general manager of Karson Technology Limited. Since 2018, He served a vice-president in ZZC Holding Group Limited, that mainly provide consulting service on corporate management, investment and financing as well as the expert consulting service for biotechnology and medical industry.

Dr. Chang has entered into a service agreement with the Company for a term of three years. He will hold office until the next annual general meeting of the Company and is thereafter subject to retirement by rotation and re-election in accordance with the articles of association of the Company. Dr. Chang will be entitled to an annual salary of HK\$20,000 which is determined by the Board on the recommendation of the Remuneration Committee and by reference to his duties and responsibilities and prevailing market conditions.

Save as disclosed above, as at the date of this announcement, both Mr. Yang and Dr. Chang do not hold any positions with the Company or other members of the Group; (ii) did not hold any other directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) do not have any other major appointments and professional qualifications; (iv) do not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Rules Governing of the Listing of Securities of GEM on the Stock Exchange (the “**GEM Listing Rules**”)) of the Company; and (v) do not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Yang and Dr. Chang have both confirmed that they have met the independence criteria set out in Rule 5.09 of the GEM Listing Rules.

As at the date of this announcement, Mr. Yang and Dr. Chang both confirmed (i) their independence regarding each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) that they have no past or present financial or other interest in the business of the Company or any of its subsidiaries or any connection with any core connected person (as defined under the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect their independence at the time of their appointment as independent non-executive Directors. Save as disclosed above, there is no further information that is required to be disclosed in accordance with Rule 17.50(2)(h) to (v) of the GEM Listing Rules, nor any other matters that need to be brought to the attention of the shareholders of the Company as at the date of this announcement.

The Board would like to take this opportunity to express its warmest welcome to Mr. Huang, Mr. Yang and Dr. Chang for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Following the resignation of Ms. Bai and Mr. Ha, Ms. Bai has ceased to be the member of each of the audit committee of the Company (the “**Audit Committee**”), nomination committee of the Company (the “**Nomination Committee**”) and the remuneration committee of the Company (the “**Remuneration Committee**”). Mr. Ha has ceased to be the chairman of the Remuneration Committee and the member of the Audit committee.

With effect from 25 July 2025, Mr. Yang has been appointed as the chairman of the Remuneration Committee, a member of each of the Audit Committee and Nomination Committee and Dr. Cheng has been appointed as a member of each of the Audit Committee, Nomination Committee and Remuneration Committee. Furthermore, Ms. Liu Chujun, an executive Director, has been appointed as a member of the Nomination Committee with effect from 25 July 2025.

By order of the Board
Futian Holdings Limited
XIE Yang
Chairman

Guangzhou, PRC, 25 July 2025

As at the date of this announcement, the executive Directors are Mr. XIE Yang, Mr. HE Xuanxi, Ms. LIU Chujun, and Mr. HUANG Shiping; and the independent non-executive Directors are Mr. YAM Yuet Hang, Mr. YANG Yucheng and Dr. CHANG Cheng Hui.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the date of its posting and be posted on the website of the Company at www.greatwater.com.cn.