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FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8018)

CHANGE OF EXECUTIVE DIRECTOR; CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board announces that with effect from 1 April 2025:

- (1) Ms. Lin Ting has resigned as an executive Director and a member of the Compliance Committee;
- (2) Mr. Yu Kwan Nam Gabriel has been appointed as an executive Director and a member of the Compliance Committee;
- (3) Ms. Lee Kwun Ling, May Jean has resigned as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee; and
- (4) Mr. Hung Ka Hai Clement has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

CHANGE OF EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF COMPLIANCE COMMITTEE

The board (“**Board**”) of directors (“**Directors**”, and each, a “**Director**”) of Finsoft Financial Investment Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 1 April 2025, Ms. Lin Ting (“**Ms. Lin**”) has resigned as an executive Director and a member of the compliance committee (“**Compliance Committee**”) of the Board due to her other commitments which require more of her time; and Mr. Yu Kwan Nam Gabriel (“**Mr. Yu**”) has been appointed as an executive Director and a member of the Compliance Committee.

Ms. Lin confirmed that she has no disagreement with the Board and that there is no other matter in connection with her resignation that should be brought to the attention of the shareholders of the Company (“**Shareholders**”).

* *For identification purposes only*

The biographical details of Mr. Yu are set out below:

Mr. Yu, aged 36, graduated with a Bachelor of Business Administration in Accountancy from City University of Hong Kong in 2011. Mr. Yu is a member of the Hong Kong Institute of Certified Public Accountants. He completed the Chartered Governance Qualifying Programme (CGQP) of the Hong Kong Chartered Governance Institute in 2024.

Prior to joining the Group, Mr. Yu has over 10 years of working experience in professional accounting, financial reporting and corporate finance. Mr. Yu worked in Deloitte Touche Tohmatsu, an international accounting firm, from September 2011 to September 2016. Mr. Yu was licensed to engage in advising on corporate finance, regulated activity under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“SFO”) and executed a wide range of corporate finance transactions, including business advisory, compliance advisory, mergers and acquisitions and initial public offerings projects from September 2016 to October 2022.

Mr. Yu joined the Group as the financial controller (“**Financial Controller**”) in October 2022 and he has been appointed as the company secretary of the Company (“**Company Secretary**”), one of the authorised representatives of the Company (for the purpose of Rule 5.24 of the Rules (“**GEM Listing Rules**”) Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”)); and the authorised representative of the Company (for the purpose of accepting service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)) since January 2023. Mr. Yu is also a legal representative of a subsidiary of the Company in the People’s Republic of China.

As at the date of this announcement, save as disclosed in this announcement, Mr. Yu does not (i) hold any other major appointments and professional qualifications; and (ii) hold any other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Yu (i) did not hold any directorships in any other listed companies in the last three years; (ii) does not have any relationships with any Directors, senior management, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules); and (iii) is not interested in any shares (“**Shares**”) of the Company within the meaning of Part XV of the SFO.

Pursuant to the service contract as an executive Director entered into between Mr. Yu and the Company, Mr. Yu has been appointed as an executive Director for a term commencing from 1 April 2025 to 31 December 2025 unless terminated by not less than one month’s notice in writing served by either party on the other. Mr. Yu’s directorship in the Company is subject to retirement by rotation and re-election and other related provisions as stipulated in the articles of association of the Company (“**Articles**”) and the GEM Listing Rules. Pursuant to his service contract as an executive Director, Mr. Yu is entitled to a monthly director’s fee of HK\$10,000. Mr. Yu is also entitled to a monthly salary of HK\$85,000 pursuant to his service contracts with the Company for his appointment as the Company Secretary, the Financial Controller and all other positions he held in the subsidiary(ies) of the Company. Such remuneration was determined with reference to his background, qualifications, experience, duties and responsibilities with the Group and the prevailing market conditions.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter relating to the appointment of Mr. Yu as an executive Director that needs to be brought to the attention of the Shareholders.

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

The Board also announces that with effect from 1 April 2025, (i) Ms. Lee Kwun Ling, May Jean (“**Ms. Lee**”) has resigned as an independent non-executive Director and a member of each of the audit committee (“**Audit Committee**”), the nomination committee (“**Nomination Committee**”) and the remuneration committee (“**Remuneration Committee**”) of the Board due to her other commitments which require more of her time; and (ii) Mr. Hung Ka Hai Clement (“**Mr. Hung**”) has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee.

Ms. Lee confirmed that she has no disagreement with the Board and that there is no other matter in connection with her resignation that should be brought to the attention of the Shareholders.

The biographical details of Mr. Hung are set out below:

Mr. Hung (former name as Hung Yu Sum Clement), aged 69, obtained a bachelor of arts degree from the Polytechnic, Huddersfield (now known as University of Lincoln), United Kingdom in 1980. Mr. Hung had served Deloitte China for 31 years where he had assumed various leadership roles before serving as chairman of Deloitte China from 2014 to 2016. He retired from Deloitte China with effect from June 2016. While working with Deloitte China, Mr. Hung assumed various leadership roles, including the managing partner of Deloitte Shenzhen office and Guangzhou office. He was also a member of the China management team of Deloitte China. Mr. Hung was head of audit of South China and deputy managing partner of South China (including Hong Kong, Macau, Shenzhen, Guangzhou and Xiamen).

Mr. Hung served as the consultant of the Guangzhou Institute of Certified Public Accountants from 2004 to 2014. During the period between 2006 to 2011, he also served as a member of the Shenzhen Luohu Committee of Chinese Peoples’ Political Consultative Conference. After his retirement as the chairman of Deloitte China, he was appointed as an expert consultant of the Ministry of Finance in the People’s Republic of China. Mr. Hung is a life member of The Institute of Chartered Accountants in England and Wales.

Mr. Hung is serving as a director of each of the following listed companies whose shares are listed on the Main Board of the Stock Exchange:

- an independent non-executive director of China East Education Holdings Limited (stock code: 667) since 25 November 2018;
- an independent non-executive director of Starjoy Wellness and Travel Company Limited (stock code: 3662) since 22 February 2019;
- an independent non-executive director of XinKong International Capital Holdings Limited (stock code: 993) since 13 December 2019;

- an independent non-executive director of Skyworth Group Limited (stock code: 751) since 18 March 2020;
- an independent non-executive director of USPACE Technology Group Limited (stock code: 1725) since 16 July 2021;
- an independent non-executive director of Capital Estate Limited (stock code: 193) since 12 April 2024.

Mr. Hung has served, in the past three years, as a director of each of the following companies whose shares are listed on the Main Board of the Stock Exchange:

- an independent non-executive director of SY Holdings Group Limited (stock code: 6069) from 19 June 2017 to 14 July 2022;
- an independent non-executive director of Tong Tong AI Social Group Limited (stock code: 628) from 31 October 2016 to 11 December 2023;
- an independent non-executive director of JX Energy Ltd. (stock code: 3395) from 1 August 2023 to 23 December 2024; and
- a non-executive director of High Fashion International Limited (stock code: 608) from 1 December 2017 to 31 December 2024.

Mr. Hung also serves as an independent supervisor of the supervisory committee of Ping An Insurance (Group) Company of China Ltd. whose shares are listed both on the Main Board of the Stock Exchange and Shanghai Stock Exchange (stock code: 2318 and stock code: 601318, respectively) since 18 July 2022.

As at the date of this announcement, save as disclosed in this announcement, Mr. Hung (i) does not hold any other major appointments and professional qualifications; (ii) does not hold any other positions with the Company or other members of the Group; and (iii) did not hold any directorships in any other listed companies in the last three years.

As at the date of this announcement, Mr. Hung (i) does not have any relationships with any Directors, senior management, substantial Shareholders (having the meaning ascribed to it in the GEM Listing Rules) or controlling Shareholders (having the meaning ascribed to it in the GEM Listing Rules) of the Company; and (ii) is not interested in any Shares within the meaning of Part XV of the SFO.

Pursuant to the letter of appointment entered into between Mr. Hung and the Company, Mr. Hung has been appointed as an independent non-executive Director for a term commencing from 1 April 2025 to 31 December 2025 unless terminated by not less than one month's notice in writing served by either party on the other. Mr. Hung's directorship in the Company is subject to retirement by rotation and re-election and other related provisions as stipulated in the Articles and the GEM Listing Rules. Pursuant to his letter of appointment, Mr. Hung is entitled to a monthly director's fee of HK\$10,000, which was determined with reference to his background, qualifications, experience, duties and responsibilities with the Group and the prevailing market conditions.

Mr. Hung has confirmed (i) his independence as regards each of the factors referred to in Rules 5.09(1) to 5.09(8) of the GEM Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Group or any connection with any core connected person (having the meaning ascribed to it under the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, there is no other information required to be disclosed pursuant to the requirements of Rules 17.50(2)(h) to (v) of the GEM Listing Rules, and there is no other matter relating to the appointment of Mr. Hung as an independent non-executive Director that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Lin and Ms. Lee for their significant contributions during their terms of office and express its warm welcome to Mr. Yu and Mr. Hung for joining the Board.

On behalf of the Board
Finsoft Financial Investment Holdings Limited
Ms. Tin Yat Yu Carol
Chairman

Hong Kong, 1 April 2025

As at the date of this announcement, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Ms. Liu Mung Ting being an executive Director and the chief executive officer of the Company, Mr. Yu Kwan Nam Gabriel being an executive Director, and Mr. Hon Ming Sang, Mr. Tang Shu Pui Simon and Mr. Hung Ka Hai Clement being the independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 website of the Stock Exchange at <https://www.hkexnews.hk> for a minimum period of seven days from the date of its publication and on the website of the Company at www.finsofthk.com.