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國美金融科技有限公司
Gome Finance Technology Co., Ltd.

(Incorporated in Bermuda with limited liability)

(Stock Code: 628)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Directors**”) of Gome Finance Technology Co., Ltd. (the “**Company**”) announces that Mr. Hung Ka Hai Clement (“**Mr. Hung**”) has resigned as an independent non-executive Director, the chairman of the audit committee of the Company (the “**Audit Committee**”) and a member of the nomination committee of the Company (the “**Nomination Committee**”) with effect from 12 December 2023. Reasons for Mr. Hung’s resignation are that Mr. Hung was of the view that (i) the Company made submission to the Stock Exchange in relation to the major and connected transaction involving issue of consideration shares under specific mandate (details of the transaction are set out in the Company’s announcement dated 16 October 2023) without waiting for a proper discussion between himself and other members of the independent committee, auditors and independent financial adviser separately; (ii) he was not well informed of questions raised by the Stock Exchange on the above transaction; and (iii) the Company’s recent weakening of its corporate governance.

Save as disclosed above, the Board is not aware of any matters that need to be brought to the attention of the shareholders of the Company and the Stock Exchange. The Board expresses its regret in Mr. Hung’s resignation and its gratitude to Mr. Hung for his contributions to the Company during his tenure of service. The Company is committed to upholding high corporate governance standards and will continue to strengthen the communications among members of the Board.

Mr. Lee Puay Khng, an independent non-executive Director, has been appointed as a member of the Nomination Committee to fill up the vacancy as a result of Mr. Hung’s resignation.

Following the resignation of Mr. Hung, the following requirements under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) are not complied with by the Company:

- (1) pursuant to Rule 3.10(2) of the Listing Rules, at least one of the independent non-executive Directors must have appropriate professional qualifications or accounting or related financial management expertise; and

- (2) pursuant to Rule 3.21 of the Listing Rules, at least one of the members of the Audit Committee must be an independent non-executive Director with appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules.

The Company is in search of a suitable candidate to be appointed as an independent non-executive Director and the chairman of the Audit Committee who will satisfy the requirements under the Listing Rules, and will make further announcement(s) in accordance with the Listing Rules as and when appropriate.

By order of the Board
Gome Finance Technology Co., Ltd.
Zhou Yafei
Executive Director

Hong Kong, 22 January 2024

As at the date of this announcement, the executive Directors are Mr. Zhou Yafei and Mr. Song Chenxi; the non-executive Director is Ms. Wei Ting; and the independent non-executive Directors are Mr. Lee Puay Khng, Mr. Li Liangwen and Ms. Wang Wanjun.