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Renco Holdings Group Limited

融科控股集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS; NON-COMPLIANCE WITH THE LISTING RULES; AND CONTINUED SUSPENSION OF TRADING

The Board hereby announces that with effect from 31 July 2025,

- (1) Mr. Lau Fai Lawrence has tendered his resignation from the office of an independent non-executive Director, chairman of the Audit Committee and a member of each of the Remuneration Committee and the Nomination Committee; and
- (2) Mr. Mak Kwok Kei has tendered his resignation from the office of an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee, the Nomination Committee and the special investigation committee.

The board (the “**Board**”) of directors (the “**Directors**”) of Renco Holdings Group Limited (the “**Company**”) hereby announces that with effect from 31 July 2025:

- (1) Mr. Lau Fai Lawrence (“**Mr. Lau**”) has tendered his resignation from the office of an independent non-executive Director, chairman of the audit commitment (the “**Audit Committee**”), and a member of each of the remuneration committee (the “**Remuneration Committee**”) and the nomination committee (the “**Nomination Committee**”) of the Company in order to devote more time to his other business commitments; and
- (2) Mr. Mak Kwok Kei (“**Mr. Mak**”) has tendered his resignation from the office of an independent non-executive Director, the chairman of the Remuneration Committee and a member of each of the Audit Committee, the Nomination Committee and the special investigation committee in order to devote more time to his other business commitments.

Each of Mr. Lau and Mr. Mak has confirmed that, save and except outstanding director’s remuneration due to each of Mr. Lau and Mr. Mak, each of Mr. Lau and Mr. Mak has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Lau and Mr. Mak for their contribution to the Company during the tenure of their office.

NON-COMPLIANCE WITH RULES 3.10(1), 3.10(2), 3.10A, 3.21, 3.25 AND 3.27A OF THE LISTING RULES

Following the resignation of Mr. Lau and Mr. Mak, the Company is unable to comply with the following requirements under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”):

- (i) Rule 3.10(1) of the Listing Rules, which requires that the Board must include at least three independent non-executive directors;
- (ii) Rule 3.10(2) of the Listing Rules requires that the Board must include at least one independent non-executive director who has appropriate professional qualifications or accounting or related financial management expertise;
- (iii) Rule 3.10A of the Listing Rules, which require that the Company to appoint independent non-executive directors representing at least one-third of the Board;
- (iv) Rule 3.21 of the Listing Rules, which requires that the Audit Committee must comprise a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or related financial management expertise as required under the Listing Rule 3.10(2), and that the Audit Committee must be chaired by an independent non-executive Director;
- (v) Rule 3.25 of the Listing Rules, which requires that the Remuneration Committee must be chaired by an independent non-executive Director; and
- (vi) Rule 3.27A of the Listing Rules, which requires that the Nomination Committee must comprise a majority of independent non-executive Directors.

The Board will make best endeavours to identify suitable candidates to be appointed as independent non-executive Directors, chairmen of the Audit Committee and Remuneration Committee and members of the Remuneration Committee and the Nomination Committee as soon as practicable and in any event within three months as required under Rules 3.11, 3.23, 3.27 and 3.27C of the Listing Rules. The Company will publish further announcement as and when appropriate.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on Monday, 20 January 2025 and will remain suspended pending the release of an announcement which contains inside information of the Company.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Renco Holdings Group Limited
Leung Yiu Cho
Company Secretary

Hong Kong, 31 July 2025

As at the date of this announcement, the Board comprises Mr. Li Yongjun (chairman of the Board), Ms. Xing Mengwei and Mr. Liu Chuan being executive Directors; and Mr. Xu Xinwei being independent non-executive Director.