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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)

**(I) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(II) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
AND
(III) CHANGE IN COMPOSITION OF BOARD COMMITTEES**

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of the Futian Holdings Limited (the “**Company**”) hereby announces that Mr. Tse Chi Wai (“**Mr. Tse**”) has tendered its resignation as an independent non-executive director of the Company with effect from 5 March 2025 due to his desire to devote more time on other personal endeavors. Upon his resignation, Mr. Tse ceased to be the chairman of the audit committee (the “**Audit Committee**”) and a member of the nomination committee (the “**Nomination Committee**”) of the Company. Mr. Tse has confirmed that he has no disagreement with the Board and there is no matter in relation 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**”).

APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board further announces that Mr. Yam Yuet Hang (“**Mr. Yam**”) is appointed as an independent non-executive Director, the chairman of the Audit Committee and a member of the Nomination Committee of the Company with effect from 5 March 2025. The biographical details of Mr. Yam are set out as follows:

Mr. Yam, aged 37, has over 10 years of accounting, audit and finance experience. Mr. Yam obtained his master degree of science in data science and business statistic from The Chinese University of Hong Kong in November 2017 and bachelor degree of commerce in accounting from Macquarie University in April 2012. He has been Certified Practising Accountant (CPA Australia) since August 2015. Mr. Yam has been serving as the independent non-executive director of Litian Pictures Holdings Limited (stock code: 9958) since November 2024 and Fullwealth International Group Holdings Limited (stock code: 1034) since January 2024. Both companies are listed on the main board of the Stock Exchange.

Mr. Yam worked as an auditor junior in Akin CPA Limited for the period from May 2012 to May 2013; a global trust accounting in HSBC Trustee (Hong Kong) Limited for the period from August 2013 to July 2014; a senior financial analysis officer in Corporate Credit Information of Corporate Credit Management Center of Bank of China (Hong Kong) Limited for the period from August 2014 to August 2015; a contract teacher in Bethel High School for the period from September 2015 to August 2017; a financial manager in VMI Securities Limited for the period from August 2017 to December 2020; and a senior vice-president in Venture Markit (Hong Kong) Limited for the period from January 2021 to October 2023; a senior finance manager in Crosstec Business Management Limited for the period from November 2023 to November 2024. He is current the managing director of Huiyou Business Services Limited.

Mr. Yam 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. Yam will be entitled to an annual salary of HK\$80,000 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, Mr. Yam (i) does 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) does not have any other major appointments and professional qualifications; (iv) does 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) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Yam has confirmed that he has met the independence criteria set out in Rule 5.09 of the GEM Listing Rules.

As at the date of this announcement, Mr. Yam confirmed (i) his independence regarding each of the factors referred to in Rules 5.09(1) to (8) of the GEM Listing Rules; (ii) that he has 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 his independence at the time of his appointment as an independent non-executive Director.

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 gratitude to Mr. Tse for his past contributions to the Company during his term of service, and its warmest welcome to Mr. Yam for joining the Board.

By order of the Board
Futian Holdings Limited
XIE Yang
Chairman

Guangzhou, PRC, 5 March 2025

As at the date of this announcement, the executive Directors are Mr. XIE Yang and Mr. HE Xuan Xi, Ms. LIU Chujun, Ms. SUN Zhoyang and Ms. FENG Li; and the independent non-executive Directors are Ms. BAI Shuang, Mr. HA Cheng Yong and Mr. YAM Yuet Hang.

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.