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Zhou Hei Ya International Holdings Company Limited
周黑鴨國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1458)

CHANGE OF EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEE

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Directors**") of Zhou Hei Ya International Holdings Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that Mr. LYU Hanbin ("**Mr. LYU**") has tendered his resignation as an executive Director, and a member of the strategic development committee of the Board (the "**Strategic Development Committee**") with effect from August 20, 2026 due to the reason of personal career development.

Mr. LYU 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 (the "**Shareholders**") or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Board would like to express its sincere gratitude to Mr. LYU for his valuable contribution to the Group during his tenure of office.

APPOINTMENT OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. BAI Shanshan ("**Ms. BAI**") has been appointed as an executive Director with effect from August 20, 2026.

The biographical details of Ms. BAI are set out below:

Ms. BAI Shanshan, aged 41, has extensive experience in the ecological operation of chain catering store networks, organisation management and strategic management. She is the executive vice president at Hubei Zhou Hei Ya Enterprise Development Co., Ltd. (湖北周黑鴨企業發展公司) ("**ZHY Enterprise Development**") since March 2026, responsible for strategic planning and daily operation. She served as chief human resources officer and assistant to the chairman of the Board from July 2024 to March 2026 and a director of store ecosystem operations at ZHY Enterprise Development from August 2020 to June 2024. Prior to joining the Group, she served as a director of general management at Wuhan Chuanba Flavor Food Management Co., Ltd. (武漢川霸味道飲食管理有限公司) from March 2017 to July 2020. She worked at Gewara (格瓦拉生活網) and Hubei Provincial General Film Corporation (湖北省電影總公司) from October 2009 to December 2016, where she was mainly responsible for cinema platform onboarding and expansion, implementation of offline events for film distributors, supporting marketing activities and other related responsibilities.

Ms. BAI obtained her bachelor's degree in musicology from Wuhan Conservatory of Music (武漢音樂學院) in June 2008.

Ms. BAI has entered into a service agreement with the Company for a term of three years commencing from August 20, 2026 and is subject to retirement by rotation and re-election in the next annual general meeting in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the articles of association of the Company. Ms. BAI's director remuneration is HK$200,000 per annum, and the remuneration of Ms. BAI for her position as the executive vice president at ZHY Enterprise Development is approximately RMB705,600 per annum. She is also entitled to a discretionary bonus as may be determined by the Board and the remuneration committee of the Board based on the performance of her duties and the Company's results of operations. The remuneration of Ms. BAI has been determined with reference to her duties, responsibilities and experience, and the prevailing market conditions.

As at the date of this announcement, Ms. BAI was interested in restricted share units representing 405,000 shares of the Company.

Save as disclosed above, Ms. BAI (i) did not have any relationship with other directors, senior management or substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) did not have any interests in other shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iii) did not hold any other positions within the Company and other members of the Group, nor hold any other directorships in other listed public companies in Hong Kong or overseas in the last three years preceding the date of this announcement.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there is no other matter in relation to Ms. BAI's appointment that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to express its warmest welcome to Ms. BAI for joining as a member of the Board.

CHANGE OF COMPOSITION OF BOARD COMMITTEE

The Board announces that following the resignation of Mr. LYU as an executive Director and a member of the Strategic Development Committee, with effect from August 20, 2026, Ms. BAI, an executive Director, has been appointed as a member of the Strategic Development Committee on the same day. The chairman and members of other committees of the Board remain unchanged.

By order of the Board
Zhou Hei Ya International Holdings Company Limited
ZHOU Fuyu
Chairman, Chief Executive Officer

Hong Kong, August 20, 2026

As at the date of this announcement, the executive Directors are Mr. ZHOU Fuyu, Ms. WANG Yali and Ms. BAI Shanshan; and the independent non-executive Directors are Mr. CHEN Chen, Mr. LAI Chi Shing and Ms. CHEN Ying.