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Keyne 金奧国际
HK00009

KEYNE LTD

金奧國際股份有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 00009)

ANNOUNCEMENT IN COMPLIANCE WITH RULES 13.51(2)(e) OF THE LISTING RULES

The Clarification is made to the announcement of Keyne Ltd (the “**Group**”) dated 13 November 2025. The Group would like to provide further information relating to Mr. Peter Zhu (“**Mr. Zhu**”), a non-executive Director of the Company, in compliance with Rules 13.51(2)(e) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited.

The Company would like to update the shareholders of the Company in respect of the matter as follows:

Mr. Peter Zhu is the spouse of Ms. Qian Ling Ling, an executive director and chairlady of the Company, and the father of Mr. Zhu Boheng, the controlling shareholder of the Company. Based on the above relation, the independent statement does not apply to the appointment of Mr. Peter Zhu as an non-executive director of the Company.

Mr. Zhu confirmed to the Company that save as disclosed above, there is no other information relating to him that is required to be disclosed pursuant to Rule 13.51(2), in particular to 13.51(2)(e) of the Listing Rules, and Mr. Zhu is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

Upon receiving the enquiry from HKEX, the Board (with the abstention of Mr. Zhu to avoid any potential conflict of interests) assessed Mr. Zhu’s suitability to act as a director of the Company (a “**Director**”) and considers that Mr. Zhu is still suitable to act as a Director under Rules 3.08 and 3.09 of the Listing Rules, for the reasons set out below:

- (a) To the best knowledge, information and belief of Directors, there is nothing in the relationship with an executive director and the controlling shareholder of the Company involved any dishonest or fraudulent act or indicate any issue of integrity or bad character on the part of Mr. Zhu, which would materially and adversely affect Mr. Zhu’s suitability to act as a non-executive director;

- (b) To the best knowledge, information and belief of the Directors and as confirmed by Mr. Zhu, he has no previous record of any other administrative penalties and other regulatory authorities in the PRC (including Hong Kong);
- (c) Mr. Zhu has undertaken to participate in training in the area of relevant laws in relation to insider trading, and will continue to participate in continuous professional development training programmes, in particular those relating to insider trading, in accordance with Code Provision C.1.4 of the Corporate Governance Code set out in Appendix C1 to the Listing Rules; and
- (d) Mr. Zhu has extensive industry experience and performs well in the discharge of his duty as a Director. He is familiar with the Group's operation and plays the key role in Nanjing Jingao Real Estate Development Co. Ltd (a “**Nanjing Jingao**”) business development and business expansion. It is considered that his background, skills, professionalism and experience would bring valuable insights and benefits to the Board and the Group.

Mr. Zhu has proven himself to be a responsible and competent Director of Nanjing Jingao who has acted honestly and in good faith in the interests of the Company as a whole and for a proper purpose since his appointment in 2003.

On the above basis, the Board is of the view that Mr. Zhu is still suitable to act as a non-executive director under Rules 3.08 and 3.09 of the Listing Rules.

By order of the Board

Keyne Ltd

Yu Chao

Executive Director and Chief Executive Officer

Hong Kong, 20 November 2025

As at the date of this announcement, the Board comprises seven Directors. The executive Directors are Ms. Qian Ling Ling (Chairman), Mr. Yu Chao (Chief Executive Officer) and Mr. Xiang Junjie; the non-executive Director is Mr. Peter Zhu; and the independent non-executive Directors are Ms. Chan Siu Mat, Mr. Zong Yi Duo and Mr. Tsui Pui Hung.

If there is any discrepancy between the English version and the Chinese translation, the English version shall prevail.