

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ART GROUP HOLDINGS LIMITED **錦藝集團控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 565)

RESIGNATION OF EXECUTIVE DIRECTOR AND CHANGE OF AUTHORISED REPRESENTATIVE UNDER THE LISTING RULES

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Art Group Holdings Limited (the “**Company**”) hereby announces that Mr. Chen Jinyan (“**Mr. Chen**”) has resigned as an executive Director with effect from 23 January 2026 due to his focus on other business commitments.

The Board further announces that it has recently been informed that Mr. Chen is subject to an unsatisfied judgement (the “**Judgement**”) made by the Zhengzhou Intermediate People’s Court* (鄭州市中級人民法院) (the “**Court**”) in favour of Bank of Zhengzhou Co., Ltd Xi Si Huan branch* (鄭州銀行股份有限公司西四環支行) (the “**Bank**”), details of which are set out below.

During the period commencing from 27 September 2021 and ended on 1 December 2021, the Bank, as lender, and Zhengzhou Changke Trading Co., Ltd.* (鄭州暢科貿易有限公司) (the “**Borrower**”), as borrower, entered into multiple loan agreements (the “**Loan Agreements**”) in relation to the grant of loans in an aggregate principal amount of RMB600,000,000 for a term of one (1) year (the “**Loans**”).

On 27 September 2021, Mr. Chen, as one of the guarantors, and the Bank, as guarantee, entered into a maximum amount guarantee contract (《最高額保證合同》) (the “**Guarantee**”), pursuant to which Mr. Chen, together with other guarantors, agreed to jointly and severally guarantee the performance of the Borrower’s obligation under the Loan Agreements.

The Bank granted the Loans to the Borrower pursuant to the terms and conditions of the Loan Agreements. However, the Borrower failed to repay the principal amounts and the interests accrued in an aggregate amount of approximately RMB646,976,000, and thus the Bank filed a lawsuit (the “**Lawsuit**”) with the Court to recover such outstanding sum.

In or around July 2023, the Court ruled in favour of the Bank and handed down the Judgement, ordering, among others, the Borrower to repay to the Bank in the principal amount of RMB600,000,000 together with all relevant interest payments and liquidated damages. Further, the guarantors to the Guarantee, including Mr. Chen, shall bear joint and several liabilities for the repayment obligations of the Borrower. According to the website of All-China Federation of Industry and Commerce, Mr. Chen has been named as a Dishonest Person Subject to Enforcement* (失信被執行人).

Mr. Chen has confirmed that he has no disagreement with the Board, and save as disclosed above, there is no other matter that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to his resignation.

The Board would like to extend its appreciation to Mr. Chen for his valuable contribution to the Company during his tenure of office.

CHANGE OF AUTHORISED REPRESENTATIVE UNDER THE LISTING RULES

Following Mr. Chen’s resignation as an executive Director, he also ceased to serve as an authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange.

The Board announces that Dr. Wong Ho Yin, being the executive Director, has been appointed as the Authorised Representative, with effect from 23 January 2026.

By order of the Board
Art Group Holdings Limited
Su Peixin
Chairman

Hong Kong, 23 January 2026

As at the date of this announcement, the executive directors of the Company are Mr. Su Peixin, Dr. Wong Ho Yin and Mr. Yao Linying; and the independent non-executive directors of the Company are Mr. Chong Hon Wang, Ms. Chuang Yin Lam and Ms. Wang Yuqin.

* For identification purpose only