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Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd.
國鴻氫能科技(嘉興)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 9663)

**PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTORS,
CHANGE IN COMPOSITION OF THE BOARD COMMITTEES, AND
COMPLIANCE WITH THE LISTING RULES
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND
CANCELLATION OF THE SUPERVISORY COMMITTEE
AND
AMENDMENTS TO THE RULES OF PROCEDURES FOR EACH OF
THE COMMITTEES OF THE BOARD**

**PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTORS, CHANGE IN COMPOSITION OF THE BOARD
COMMITTEES, AND COMPLIANCE WITH THE LISTING RULES**

***PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT
NON-EXECUTIVE DIRECTORS***

To enrich the composition of board of directors of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. (the “**Company**”, the “**Board**” and the “**Directors**”, respectively), promote Board and the nomination committee of the Board (the “**Nomination Committee**”) diversity, and fill vacancies for independent non-executive Directors and the audit committee, the remuneration committee, and the nomination committee of the Board (the “**Audit Committee**” and the “**Remuneration Committee**”, respectively), and to facilitate the Company (together with its subsidiaries, collectively the “**Group**”) to re-comply with the requirements under Rules 3.10, 3.10A, 3.21, 3.25, 3.27A, and 13.92(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**” and the “**Listing Rules**”, respectively) and Code Provision B.3.5 of Part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules (the “**CG Code**”) as soon as practicable, the Board hereby announces that on 22 May 2026, the Nomination Committee considered the Board diversity from a number of aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge, and nominated Dr. Yan Xiqiang (“**Dr. Yan**”) as the candidate for executive Director of the second session of the Board, and Ms. Lau Man Kei (“**Ms. Lau**”) and Mr. Leung Wai Tai (“**Mr. Leung**”) as candidates for independent non-executive Directors of the second session of the Board (the “**Proposed Appointments**”) (by way of cumulative voting). For details of the cumulative voting arrangements, please refer to the notes set out in the proxy form for the 2025 annual general meeting of the Company (the “**AGM**”) to be published in due course.

The Nomination Committee considers that Dr. Yan possesses extensive experience in the field of chemical engineering, while Ms. Lau and Mr. Leung are highly experienced accounting and finance professionals. The Nomination Committee is also satisfied that Ms. Lau and Mr. Leung are able to devote sufficient time and attention to effectively discharge their duties as independent non-executive Directors. The Proposed Appointments would further strengthen the Board's expertise in chemical engineering, accounting, and financial management, enhance gender diversity at Board level, and elevate the Company's overall financial management standards. Accordingly, upon the nomination by the Nomination Committee, the Board has approved the Proposed Appointments, subject to the passing of relevant resolution by the shareholders of the Company (the "**Shareholders**") at the AGM to be held on 29 June 2026.

The Company will enter into a director service contract with Dr. Yan, and will enter into letters of appointment as independent non-executive directors with Ms. Lau and Mr. Leung. The aforesaid contract and letters of appointment will become effective upon their appointment as Directors being approved at the AGM.

The terms of office of Dr. Yan, Ms. Lau and Mr. Leung shall commence on the date when their appointments as Directors are approved at the AGM upon the expiry of the term of office of the second session of the Board, and they shall be eligible for re-election upon the expiry of their terms.

Dr. Yan, as an executive Director, will not receive any additional compensation. The compensation for other positions held by him in the Company is determined based on the Company's compensation policies and plans, the performance and profitability of the Group, his duties and responsibilities in the Group, and comparable market data. Dr. Yan's salary includes a basic annual salary, allowances, non-monetary benefits in kind, performance bonuses, and contributions to the retirement plan and are subject to review by the Remuneration Committee from time to time. Once the total annual salary is determined, the Company will disclose it, which can be found in the annual report released by the Company in due course. The remuneration of Ms. Lau and Mr. Leung shall be RMB150,000 (inclusive of tax) per annum, which is determined with reference to their experience, duties and responsibilities within the Company, and the overall market conditions and is subject to review by the Remuneration Committee from time to time.

The biographical details of Dr. Yan are set out below:

Dr. Yan Xiqiang, aged 52, has served as the deputy general manager and director of hydrogen fuel cell stack research and development center of the Company since May 2016 and is primarily responsible for directing and supervising the development of the Company's hydrogen fuel stack. Dr. Yan served as the legal representative of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. Foshan Branch (國鴻氫能科技(嘉興)股份有限公司佛山分公司) since August 2024.

Dr. Yan has over 20 years of experience in technology research and development. Dr. Yan served as an assistant researcher of the Dalian Institute of Chemical Physics, Chinese Academy of Sciences from June 2003 and a senior engineer of Sunrise Power Co., Ltd. (新源動力股份有限公司) from December 2006 to April 2016.

Dr. Yan obtained a bachelor's degree in chemical education from Qufu Normal University in July 1998, a master's degree in environmental chemistry from Dalian Jiaotong University in April 2001, and a doctoral degree in chemical engineering from Dalian Institute of Chemical Physics in January 2012.

Dr. Yan is a senior engineer, a recipient of the National May Day Medal, a special allowance expert of the State Council, a scarce top-notch talent in Guangdong Province, and a leading talent in Guangzhou City.

As of the date of this announcement, Dr. Yan indirectly holds an interest in a total of 4,998,881 H shares of the Company through Gongqingcheng Hongsheng Fengying Investment Partnership (Limited Partnership) (共青城鴻盛豐盈投資合夥企業(有限合夥)) and Foshan Huahui Technology Investment Partnership (Limited Partnership)(佛山華匯科技投資合夥企業(有限合夥)). In addition, Dr. Yan is also interested in 200,000 share options granted by the Company under the pre-IPO share incentive scheme (as amended from time to time) approved and adopted by the Board on 28 October 2022.

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

Ms. Lau Man Kei, aged 36, possesses over 15 years of professional experience in accounting, auditing, and taxation in Hong Kong. Ms. Lau is currently the founder and sole proprietor of Q Star CPA & Co. where she is mainly responsible for the overall strategic planning and management of the company. From February 2023 to September 2024, she served as an independent non-executive director of CBK Holdings Limited (國茂控股有限公司, now known as CBK Holdings Limited with its Chinese name changed to 漢諾佳池控股有限公司, stock code: 8428). From September 2020 to December 2024, she served as a director of CAN (HK) CPA Limited. From December 2016 to August 2020, she served as an assistant financial controller of Kirin Group Holdings Limited (stock code: 8109). From March 2011 to November 2016, she served as a senior auditor at SHINEWING (HK) CPA Limited.

Ms. Lau is a qualified member of both the Hong Kong Institute of Certified Public Accountants and The Institute of Chartered Accountants in England and Wales. She obtained a Bachelor of Arts in Accounting from Edinburgh Napier University in February 2012.

The biographical details of Mr. Leung are set out below:

Mr. Leung Wai Tai, aged 44, possesses over 20 years of experience in the accounting industry. Mr. Leung is currently an executive director and the chairman of Blossoming Certified Public Accountants Limited. Since December 2022, he has been serving as an executive director of Simplicity Holding Limited (stock code: 8367). Since February 2023, he has been serving as an executive director of Goldway Education Group Limited (stock code: 8160). Since August 2025, he has been serving as the company secretary of Carmen Century Investment Limited (stock code: 0612). From June 2023 to December 2024, he was an independent non-executive director of International Entertainment Corporation (stock code: 1009).

Mr. Leung is a Fellow of the Hong Kong Institute of Certified Public Accountants. He obtained a bachelor's degree in accounting from The Hong Kong Polytechnic University in 2003 and a master's degree in accounting from the School of Accounting and Finance of The Hong Kong Polytechnic University in 2006.

Mr. Leung is currently a member of the Chinese People's Political Consultative Conference of Nanhai District, Foshan City.

Save as disclosed above, as at the date of this announcement, each of Dr. Yan, Ms. Lau and Mr. Leung confirmed that, he/she (i) has not held any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years, nor do they hold any other positions in the Group; (ii) does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (iii) does not have, and are not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) there are no other matters relating to the proposed appointment that need to be notified to the shareholders of the Company, nor any information that needs to be disclosed in accordance with Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters that need to be brought to the attention of the shareholders of the Company or the Stock Exchange.

Each of Ms. Lau and Mr. Leung has also confirmed that (i) she/he is independent as regards each of the factors referred to in Rules 3.13(1) to (8) of the Listing Rules; (ii) she/he does not have any past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect her/his independence at the time of her/his appointment. The Board also considers that each of Ms. Lau and Mr. Leung meets the independence criteria set out in Rule 3.13 of the Listing Rules and are independent in accordance with the terms of the criteria.

The Board would like to extend its warm welcome to Dr. Yan, Ms. Lau and Mr. Leung on joining the Board.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

With effect from the effective date of her appointment as an independent non-executive Director, Ms. Lau will also be appointed as a member of the Audit Committee and the Nomination Committee.

With effect from the effective date of his appointment as an independent non-executive Director, Mr. Leung will also be appointed as the chairman of the Audit Committee and a member of the Remuneration Committee.

COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of the Company dated 15 May 2026. Subject to the passing of the relevant resolutions by the Shareholders at the AGM, with effect from the effective date of the appointments of Ms. Lau and Mr. Leung as independent non-executive Directors and the Composition Changes, the Company will re-comply with the requirements under Rules 3.10, 3.10A, 3.21, 3.25, 3.27A, and 13.92(2) of the Listing Rules and Code Provision B.3.5 of Part 2 under the CG Code.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION, AND CANCELLATION OF THE SUPERVISORY COMMITTEE

To further enhance the corporate governance of the Company, the Company proposes to amend the current articles of association of the Company (the “**Articles of Association**”) in accordance with the Company Law of the People’s Republic of China, the Guidelines on the Articles of Association of Listed Companies revised by the China Securities Regulatory Commission in 2025, and other relevant laws, regulations and regulatory requirements, and based on the principles of prudence, appropriateness and necessity, taking into account the actual operation and management needs of the Company.

Pursuant to the aforementioned laws, regulations and regulatory requirements, the duties of the supervisory committee of a listed company will be assumed by the audit committee (being the Audit Committee of the Company), and the establishment of the role of supervisors is no longer mandatory. Accordingly, the Company proposes to abolish the establishment of the Supervisory Committee of the Company (the “**Supervisory Committee**”), and its relevant duties will be exercised by the Audit Committee. If the relevant resolutions are approved by the Shareholders, the members of the Supervisory Committee will retire from office upon the conclusion of the AGM, and the related systems of the Supervisory Committee, including the Rules of Procedure for the Supervisory Committee of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd., will be abolished accordingly with effect from the effective date of the amended Articles of Association.

In view of the above, the Company also proposes to concurrently amend the relevant provisions in the Rules of Procedure for the General Meetings of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. and the Rules of Procedure for the Board of Directors of Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd. to align with the proposed amendments to the Articles of Association (together with the proposed amendments to the Articles of Association, collectively the “**Proposed Amendments**”). Details of the Proposed Amendments are set out in the circular of the AGM of the Company to be published on 28 May 2026.

According to the Articles of Association and relevant laws and regulations, the Proposed Amendments are subject to the approval of the shareholders by way of a special resolution at the AGM. A circular containing, among other things, details of the Proposed Amendments and the notice of the AGM will be published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.sinosynergypower.com) on 28 May 2026.

AMENDMENTS TO THE RULES OF PROCEDURES FOR EACH OF THE COMMITTEES OF THE BOARD

In addition, the Board simultaneously revised the relevant provisions in the Rules of Procedures for each of the committees of the Board (including the Audit Committee, Remuneration Committee, Nomination Committee and Strategy Committee) in accordance with the above laws, regulations and regulatory requirements, to align therewith the amendments to the Articles of Association. For details of the amendments, please refer to the amendments to the Rules of Procedures for each of the committee of the Board issued on the same date as this announcement.

By order of the Board
Sino-Synergy Hydrogen Energy Technology (Jiaxing) Co., Ltd.
Chen Xiaomin
Chairman, executive Director and general manager

Hong Kong, 22 May 2026

As at the date of this announcement, the Board of the Company comprises (i) Mr. Chen Xiaomin, and Mr. Ye Jiajie as executive Directors; (ii) Mr. Dong Guihu, Mr. Huang Jiao and Mr. Zhang Chen as non-executive Directors; and (iii) Mr. Liu Xin as independent non-executive Director.