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## **Vesync Co., Ltd**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2148)**

### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

References are made to the scheme document jointly issued by Victory III Co., Ltd (the “**Offeror**”) and Vesync Co., Ltd (the “**Company**”) dated 31 March 2025 in relation to, among other things, the Proposal, the Scheme and the Investor Arrangement (the “**Scheme Document**”) and the joint announcement issued by the Offeror and the Company dated 23 April 2025 in relation to the results of the Court Meeting and the EGM (the “**Poll Results Announcement**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

On 25 April 2025, the Company received a letter of resignation from Mr. Yang Yuzheng (“**Mr. Yang**”) who resigned as a non-executive Director due to his personal health consideration. Mr. Yang has been one of the ultimate controlling shareholders of the Company and a member of the Founder Group that controls the Offeror prior to commencement of the offer period.

Pursuant to Rule 7 of the Takeovers Code, once a bona fide offer has been communicated to the board of the offeree company or the board of the offeree company has reason to believe that a bona fide offer is imminent, except with the consent of the Executive, the resignation of any directors of an offeree company should not take effect until after the publication of the closing announcement on the first closing date of the offer, or the publication of the announcement that the offer has become or been declared unconditional, whichever is later. Pursuant to Note 2 to Rule 7 of the Takeovers Code, the Executive will normally consent to the resignation of a director if the offeror is a controlling shareholder before the offer period except when such director is eligible to serve on the independent board committee in relation to the offer. The Company therefore applied for the consent of the Executive in respect of Mr. Yang’s resignation (the “**Consent**”).

On 29 April 2025, the SFC granted the Consent to the Company, following which the resignation of Mr. Yang has become effective immediately from the date of the Consent.

Save and except the disclosure mentioned as above, there is no other matter in connection with the resignation of Mr. Yang that needs to be brought to the attention of the Shareholders, the Stock Exchange and the Executive.

Mr. Yang has confirmed that he has no disagreement with the Board and further undertakes that upon his resignation he will not take any action to frustrate the Offer or affect the opportunity of the Shareholders to decide on the merits of the Offer.

The Board wishes to take this opportunity to express its appreciation to Mr. Yang for his valuable contributions to the Company during his tenure of directorship.

By order of the Board  
**Vesync Co., Ltd**  
**YANG Lin**  
*Chairperson*

Hong Kong, 29 April, 2025

*As of the date of this announcement, the Board comprises Ms. Yang Lin, Mr. Yang Hai and Mr. Chen Zhaojun as executive Directors, and Mr. Fong Wo, Felix, Mr. Gu Jiong and Mr. Tan Wen as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than that relating to the Offeror and the Offeror Concert Parties) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the sole director of the Offeror in her capacity as such) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*