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DASHAN EDUCATION HOLDINGS LIMITED

大山教育控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9986)

**(1) APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND
CHAIRMAN;
(2) APPOINTMENT OF AUTHORISED REPRESENTATIVE;
(3) CHANGE OF COMPOSITION OF THE BOARD COMMITTEE;
AND
(4) APPOINTMENT OF FINANCIAL ADVISER**

Financial Adviser



禹銘投資管理有限公司

YU MING INVESTMENT MANAGEMENT LIMITED

APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND CHAIRMAN

The board (the “**Board**”) of directors (the “**Directors**”) of Dashan Education Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Tam Ka Hei Raymond (“**Mr. Tam**”) has been appointed as a non-executive Director and chairman of the Board with effect from 22 December 2025.

The biographical details of Mr. Tam are set out as below:

Mr. Tam Ka Hei Raymond (譚家熙), aged 45, has over 15 years of experience in corporate finance. He is currently a director of corporate finance at Yu Ming Investment Management Limited, the Financial Adviser (as defined below) and a wholly-owned subsidiary of Da Yu Financial Holdings Limited (stock code: 1073), and a licensed holder to carry on Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the Securities and Futures Ordinance (the “**SFO**”) (Chapter 571 of the Laws of Hong Kong). Prior to joining Yu Ming Investment Management Limited, Mr. Tam accumulated extensive corporate finance and accounting experience through his previous roles with First Shanghai Capital Limited, a company licensed to carry on Type 6 (advising on corporate finance) regulated activities under the SFO, and Ernst & Young.

Mr. Tam has served as an independent non-executive director of TIL Enviro Limited (stock code: 1790), Cornerstone Technologies Holdings Limited (stock code: 8391) and Grand Power Logistics Group Limited (stock code: 8489) since October 2018, July 2019 and December 2020, respectively.

Mr. Tam obtained his bachelor of arts degree in accounting and finance with computing from the University of Kent, the United Kingdom in July 2002.

Save as disclosed above and for being a director of corporate finance at Yu Ming Investment Management Limited, the Financial Adviser (as defined below), Mr. Tam (i) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) does not hold any directorships in any public companies the securities of which are listed on any securities market in Hong Kong and overseas in the last three years; (iii) does not have any relationships with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company, or any of their respective associates as defined in the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iv) does not hold any other positions in the Company or any of its subsidiaries.

Mr. Tam has entered into a letter of appointment with the Company for an initial term of three years commencing from 22 December 2025, until it is terminated by either party giving to the other not less than three months’ prior notice in writing. Mr. Tam is entitled to receive an annual emolument of HK\$360,000, which is determined and adjustable by the Board with reference to his duties and responsibilities and subject to review from time to time. He shall hold office until the next annual general meeting of the Company and shall then be eligible for re-election and is also subject to retirement by rotation at least every three years at annual general meeting in accordance with the articles of association of the Company.

Before his appointment became effective, Mr. Tam had obtained the legal advice from a firm of solicitors qualified to advise on Hong Kong law referred to in Rule 3.09D of the Listing Rules and had confirmed that he understood his obligations as a non-executive Director, the requirements under the Listing Rules that are applicable to him as a non-executive Director and the possible consequences of making a false declaration or giving false information to the Stock Exchange.

Save as disclosed above, there is no matter relating to the appointment of Mr. Tam that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange nor any information that needs to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend its warm welcome to Mr. Tam's role as a non-executive Director and chairman of the Board.

APPOINTMENT OF AUTHORISED REPRESENTATIVE

The Board further announces that with effect from 22 December 2025, Mr. Tam has been appointed as an authorised representative of the Company under Rule 3.05 of the Listing Rules. Following his appointment as an authorised representative, the Company has complied with the requirement of having two authorised representatives under Rule 3.05 of the Listing Rules.

CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

Following the appointment of Mr. Tam as the non-executive Director, Mr. Tam has been appointed as chairman of the nomination committee, chairman of the investment management committee, member of the remuneration committee and member of audit committee of the Board with effect from 22 December 2025. Following his appointment as chairman of the nomination committee and member of the remuneration committee, the Company has complied with the applicable requirements regarding the composition of the nomination committee and the remuneration committee of the Board under the Listing Rules.

APPOINTMENT OF FINANCIAL ADVISER

The Board further announces that Yu Ming Investment Management Limited (the “**Financial Adviser**”), a licensed corporation to carry out Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the SFO, has been appointed as the financial adviser to the Company on matters relating to the resumption of trading in the shares of the Company on the Stock Exchange.

The Company will work closely with the Financial Adviser to expedite the implementation of any steps deemed necessary for the resumption of trading. The Company will make further announcement of any material development on the above matter as and when appropriate.

CONTINUED SUSPENSION OF TRADING

Reference is made to the announcements of the Company dated 3 December and 8 December 2025 in relation to suspension of trading. At the request of the Company, the trading in the shares of the Company on the Stock Exchange has been halted with effect from 1:32 pm on Friday, 28 November 2025. Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 3 December 2025 as the Securities and Futures Commission has directed the Stock Exchange to suspend trading in the shares of the Company under Section 8(1) of the Securities and Futures (Stock Market Listing) Rules (Chapter 571V of the Laws of Hong Kong). The Company is seeking professional advice in connection with the above suspension and will issue further announcements as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Dashan Education Holdings Limited
Chan Kwong On
Company Secretary

Hong Kong, 22 December 2025

As at the date of this announcement, the executive Directors are Mr. Li Jing and Mr. Shan Jingchao; the non-executive Director is Mr. Tam Ka Hei Raymond; and the independent non-executive Directors are Dr. Xie Xiangbing, Ms. Wang Yanxiao and Mr. You Huanyu.