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TYSiC

Guangdong Tianyu Semiconductor Co., Ltd.

廣東天域半導體股份有限公司

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

(Stock Code: 2658)

**PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE
AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND ITS ATTACHMENTS**

The board (the “**Board**”) of directors (“**Director(s)**”) of Guangdong Tianyu Semiconductor Co., Ltd. (the “**Company**”) hereby announces that the Company intends to put forward proposals to the shareholders of the Company (the “**Shareholders**”) to abolish the supervisory committee of the Company (the “**Supervisory Committee**”) and amend the existing articles of association of the Company (the “**Articles of Association**”) and its attachments.

**PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS
ATTACHMENTS**

On December 29, 2023, the amendments to the Company Law of the PRC (《中華人民共和國公司法》) (the “**PRC Company Law**”) was adopted, which came into effect on July 1, 2024. The amendments introduced by the new PRC Company Law include but not limited to reforming the corporate capital system and organizational structure, enhancement in protection for minority shareholders’ rights and interests, strengthening responsibilities for controlling shareholders, directors and senior management as well as permitting the replacement of supervisory committee with audit committee. In order to ensure the listed companies can effectively comply with and implement the new requirements of the PRC Company Law, the China Securities

Regulatory Commission issued a number of important documents on March 28, 2025, including the revised Guidelines on the Articles of Association of Listed Companies (《上市公司章程指引》).

In light of the above, the Board proposed to make certain amendments to the existing Articles of Association, mainly including but not limited to (1) the abolishment of the Supervisory Committee and the exercise of its functions and powers by the audit committee of the Board as stipulated by the PRC Company Law; (2) enhancing protection for the rights of Shareholders; (3) consequential amendments to the provisions of the Articles of Association in accordance with changes in applicable laws and regulations; and (4) other internal affairs and miscellaneous changes. The Board also proposed to make consequential amendments to the attachments to the Articles of Association, including the Rules of Procedure for Shareholders' Meetings of Guangdong Tianyu Semiconductor Co., Ltd. (《廣東天域半導體股份有限公司股東會議事規則》) and the Rules of Procedure for Board Meetings of Guangdong Tianyu Semiconductor Co., Ltd. (《廣東天域半導體股份有限公司董事會議事規則》). (collectively, the “**Proposed Amendments**”)

Each of the supervisors of the Company (the “**Supervisor(s)**”) will resign as a Supervisor conditional upon the approval of the proposed abolishment of the Supervisory Committee at the upcoming annual general meeting of the Company (the “**AGM**”) and with effect from the date of the AGM. Each of the Supervisors has confirmed that he/she has no disagreement with the Board and the Supervisory Committee, and that there is no other matter in relation to his/her resignation that needs to be brought to the attention of the Shareholders.

According to the Articles of Association and the relevant laws and regulations, the Proposed Amendments will take effect subject to the approval of the Shareholders at the AGM by way of a special resolution. A special resolution to consider and approve the Proposed Amendments will be proposed at the AGM in due course.

A circular of the Company in relation to the AGM containing, among others, further details of the Proposed Amendments, will be despatched to the Shareholders in due course.

By order of the Board
Guangdong Tianyu Semiconductor Co., Ltd.
Li Xiguang
Chairman and executive director

Hong Kong, March 30, 2026

As of the date of this announcement, the Board comprises Mr. LI Xiguang as executive Director, Mr. AU YEUNG Chung and Mr. JIANG Dacai as non-executive Directors, Mr. HE Zhengsheng, Ms. LI Min and Mr. CHIN Vincent as independent non-executive Directors.