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INTERNATIONAL GENIUS COMPANY

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 33)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (the “**Board**”) of directors (the “**Director(s)**”) of International Genius Company (the “**Company**”) is pleased to announce that Mr. Chiu Ngam (“**Mr. Chiu**”) and Ms. Tsang Ngo Yin (“**Ms. Tsang**”) have been appointed as the independent non-executive Directors with effect from 20 October 2025. The biographical details of Mr. Chiu and Ms. Tsang are as follows:

Mr. Chiu

Mr. Chiu Ngam (“**Mr. Chiu**”), aged 51, has over 28 years of professional experience in capital market operations and financial management. Since October 2025, Mr. Chiu was appointed as independent director of Shanghai Fullhan Microelectronics Company Limited, whose shares are listed on the Shenzhen Stock Exchange China Growth Enterprise Market (stock code: 300613). Since December 2021, Mr. Chiu was appointed as independent non-executive director of Zhong An Intelligent Living Service Limited, whose shares are listed on the Main Board of the Stock Exchange (stock code: 2271). From August 2019 and November 2019 to September 2023, Mr. Chiu served as the chief financial officer and company secretary of Radiance Holdings (Group) Company Limited (“**Radiance Holdings**”), respectively, whose shares are listed on the Main Board of the Stock Exchange (stock code: 9993), on 30 September 2023, Mr. Chiu has been appointed as advisor of the Radiance Holdings.

Mr. Chiu obtained a bachelor’s degree in business administration in accounting from Hong Kong University of Science and Technology in July 1997. Mr. Chiu has been a HKICPA since October 2000 and a fellow of HKICPA since September 2009. He has also been a member of American Institute of Certified Public Accountants since January 1999, a CPA of Washington State Board of Accountancy since January 1999, and is a member of INSOL International, a member of taxation faculty of HKICPA and a member of restructuring and insolvency faculty of HKICPA. Mr. Chiu was awarded “The Best CFO Award” in the “2021 China Financial Awards” by China Financial Market magazine.

Mr. Chiu has entered into a letter of appointment with the Company for an initial term of 3 years commencing from 20 October 2025, subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the articles of association of the Company (the “**Articles**”), and is entitled to a remuneration of HK\$360,000 per annum, payable by monthly of HK\$30,000, which is determined with reference to various factors including his skills and knowledge, his duties and responsibilities with the Company and the prevailing market remuneration for his position.

Ms. Tsang

Ms. Tsang, aged 51, has more than 20 years of extensive experiences in regulatory compliance, corporate finance projects, internal control, auditing and financial management, including experience as the company secretary in Hong Kong listed companies. Ms. Tsang graduated from Simon Fraser University in Canada with a Bachelor of Business Administration Degree, and further obtained a Bachelor of Laws Degree from Tsinghua University in the People’s Republic of China and a Master of Laws Degree in International Corporate and Financial Law from University of Wolverhampton in the United Kingdom. Ms. Tsang is a member of the Hong Kong Institute of Certified Public Accountants and also a member of the American Institute of Certified Public Accountants.

Ms. Tsang is currently an independent non-executive director of Fuxing China Group Limited, a company listed on the Main board of the Singapore Exchange Limited (SGX: AWK), an independent non-executive director of Fu Shek Financial Holdings Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong limited (the “**Stock Exchange**”) (stock code: 2263), an independent non-executive director of Sunway International Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 0058) and the company secretary of HG Semiconductor Limited, a company listed on the Main Board of the Stock Exchange (stock code: 6908). Ms. Tsang Ngo Yin was appointed as an independent director of China Liberal Education Holdings Limited, a company listed on the NASDAQ Capital Market (NASDAQ: CLEU) on 8 May 2020. China Liberal Education Holdings Limited was delisted from NASDAQ on 3 June 2025, and its shares have been trading on the OTC Markets since 3 June 2025 under the stock symbol “CLEUF”.

Ms. Tsang has entered into a letter of appointment with the Company for an initial term of 3 years commencing from 20 October 2025, subject to retirement by rotation and re-election at the general meeting of the Company in accordance with the articles of association of the Company (the “**Articles**”), and is entitled to a remuneration of HK\$360,000 per annum, payable by monthly of HK\$30,000, which is determined with reference to various factors including her skills and knowledge, her duties and responsibilities with the Company and the prevailing market remuneration for her position.

Save as disclosed above, as at the date of this announcement, each of Mr. Chiu and Ms. Tsang (i) has not held any other position with any members of the Group; (ii) has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments or professional qualifications; (iv) does not have any relationship with any Directors, senior management, substantial or controlling shareholders of the Company (having the meaning ascribed to it under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”); and (v) is not interested in any shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Each of Mr. Chiu and Ms. Tsang has confirmed that (i) he/she has satisfied all the factors for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his/her independence at the time of his/her appointment.

Save as disclosed above, the Board is not aware of any other matter relating to the appointment of Mr. Chiu and Ms. Tsang that needs to be brought to the attention of the Shareholders, nor any information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to express its warm welcome to Mr. Chiu and Ms. Tsang upon them joining the Board.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board announces the following changes in composition of the Board committees, as a result of the appointment of Mr. Chiu with effect from 20 October 2025, Mr. Chiu has been appointed as a member of each of the Audit Committee, the Remuneration Committee, the Nomination Committee and Risk Management Committee.

Following the appointment of Mr. Chiu and Ms. Tsang, the Board comprises of one executive Director, one non-executive Director and four independent non-executive Directors. As a result of the foregoing, the Company is now in compliance with the requirements of (i) Rule 3.10(1) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) that the Board must include at least three independent non-executive Directors; and (ii) Rule 3.21 of the Listing Rules that the Audit Committee must comprise a minimum of three members.

By Order of the Board
INTERNATIONAL GENIUS COMPANY
Executive Director
Mr. Pan Yongxiang

Hong Kong, 20 October 2025

As at the date of this announcement, the Company’s (i) executive Director is Mr. Pan Yongxiang; (ii) the non-executive Director is Ms. Yang Na; and (iii) the independent non-executive Directors are Mr. Chiu Ngam, Ms. Tsang Ngo Yin, Mr. Wang Jun Sheng and Mr. Yip Tze Wai Albert.